

Dear Member,

Invitation to attend the 23rd Annual General Meeting (AGM)

You are cordially invited to attend the 23rd Annual General Meeting of the Members of the Company to be held on Wednesday 27th September 2017 at 11:15 AM at Bipin Chandra Pal Auditorium, A-81, Chittranjan Park, New Delhi-110 019, India.

The Notice of the Meeting containing the business to be transacted is enclosed herewith as per Section 108 of the Companies Act, 2013 read with the related rules and regulations 44 of Sebi (Listing Obligations and disclosure Requirements) Regulations, 2015, The Company is pleased to provide its members to cast their vote by electronic means on all resolutions set forth in the Notice. The instructions for e-voting are enclosed herewith

Yours truly

For **Intec Capital Limited**

Puneet Sehgal

Company Secretary

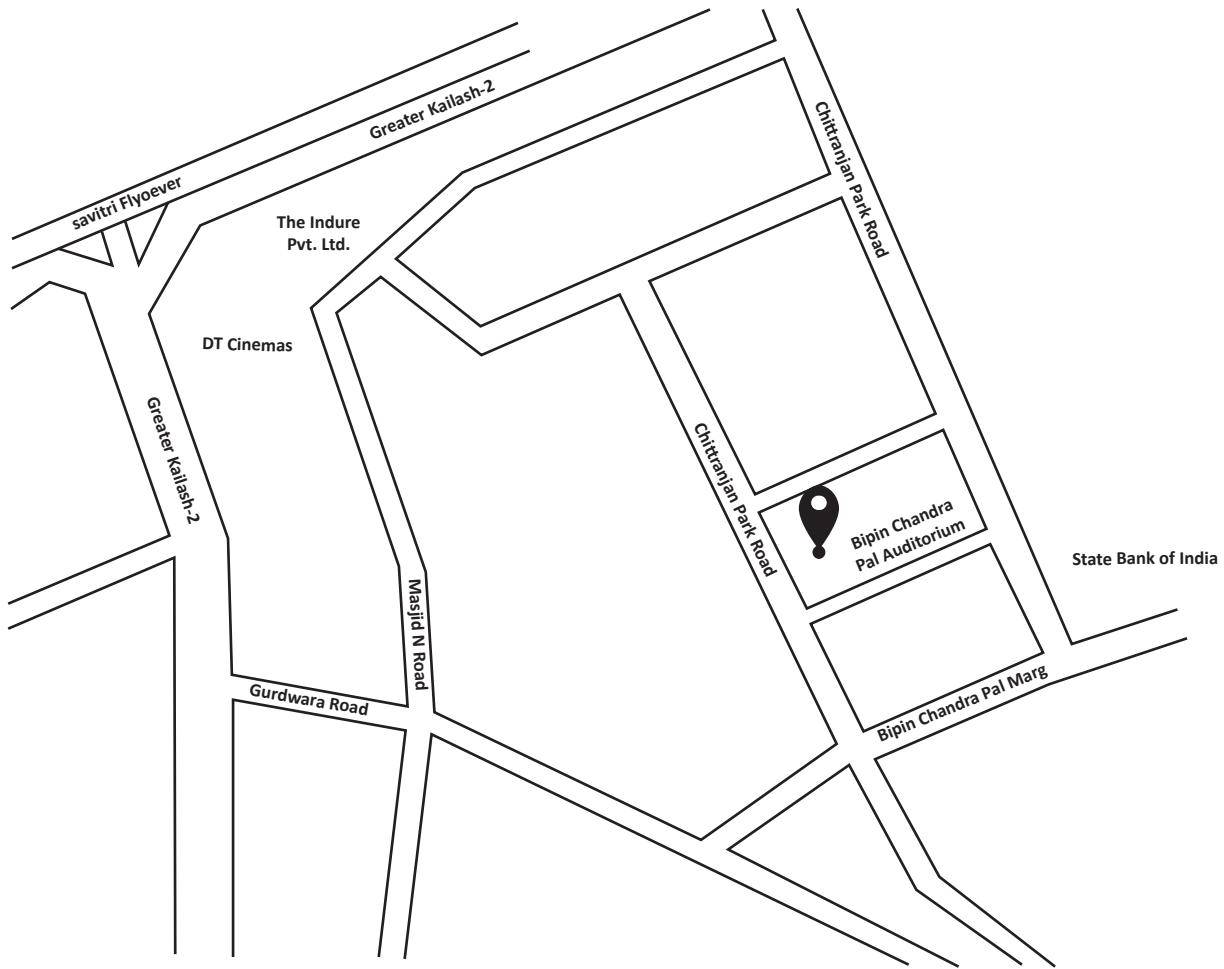
Enclosures

1. Notice of 23rd Annual General Meeting (AGM)
2. Instructions for e-voting
3. Proxy Form
4. Attendance Slip

Route Map to the Venue of the AGM

Address of the Venue: Bipin Chandra Pal Auditorium, A-81, Chittranjan Park, New Delhi-110 019

Telephone: 011 4107 2278



Notice is hereby given that 23rd annual general meeting of members of Intec Capital Limited will be held on Wednesday 27th September 2017 at 11: 15 am at B.C. Pal Memorial, A-81, Chittranjan Park, New Delhi-110 019 to transact the following business: -



CIN – L74899DL1994PLC057410

Regd. Office: 701, Manjusha, 57 Nehru Place, New Delhi-110019

www.inteccapital.com | complianceofficer@inteccapital.com

ORDINARY BUSINESS

Item no. 1 – Adoption of financial statements

To consider and adopt (a) the Audited Financial Statements of the Company for the financial year ended 31st March, 2017 and the reports of the Board of Directors and Auditors thereon (b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2017 and report of Auditors thereon and in this regard, pass the following resolutions as an Ordinary Resolution

- (a) “RESOLVED that the Audited Financial Statements of the Company for the Financial Year ended on 31st March, 2017 and reports of Board of Directors Auditors thereon laid before this meeting, be and are hereby considered and adopted”.
- (b) “RESOLVED that the Audited Consolidated Financial statements of the Company for the Financial Year ended on 31st March, 2017 along with reports of Auditors thereon laid before this meeting, be and are hereby considered and adopted”.

Item no. 2 –Appointment of Director

To appoint a director in place of Mrs. Ritika Goel (DIN 00053387), Non-Executive Non-Independent Woman Director who retires by rotation and being eligible, offers herself for re-appointment.

“RESOLVED that pursuant to provisions of section 152 of the Companies Act, 2013, Mrs. Ritika Goel (DIN 00053387), Non-Executive Non-Independent Woman Director, who retires by rotation at this meeting offer herself for re-appointment, be and is hereby re-appointed as Non-Executive Non-Independent Woman Director, liable to retire by rotation”.

Item no. 3 – Appointment of Statutory Auditors

To appoint Statutory Auditors and to hold office for first block of five (5) years from conclusion of 23rd General Meeting until conclusion of 28th Annual General Meeting and to fix remuneration and to pass following ordinary resolution thereof.

“RESOLVED THAT Pursuant to section 139, 142 and other applicable provisions of the Companies Act, 2013 read with rules made thereunder and pursuant to recommendation of Audit Committee of the Board and pursuant to recommendation of the Board of Directors, the approval of members of the company be and is hereby accorded for the appointment of S. P. Chopra & Co., Chartered Accountants (Firm No.000346N), as Statutory Auditors of the Company for a first block of five (5) years to hold office from the conclusion of 23rd Annual General Meeting scheduled to be held in Calendar Year 2017 till conclusion of 28th Annual General Meeting scheduled to be held in Calendar Year 2022 (subject to ratification of their appointment by members at every Annual General Meeting) for conducting the Annual Statutory Audit for the respective Financial Years viz. starting from Financial Year 2017-2018 till Financial Year 2021-2022 and that Board of Directors be and is hereby authorized or to delegate this to Mr. Sanjeev Goel, Managing Director to fix such remuneration payable to them as may be determined by the Audit Committee in consultation with Auditors and that such remuneration may be paid on progressive billing basis to be agreed between Auditors and Board of Directors or delegated person viz. Mr. Sanjeev Goel, Managing Director.

SPECIAL BUSINESS

Item no. 4 – To consider and approve the change in terms of appointment of Managing Director to made him liable to retire by rotation and being eligible offer themselves for re-appointment and tenure of Managing Director for five (5) years shall be subject to him getting re-appointed and such re-appointment shall not tantamount to break in the tenure of his appointment as Managing Director, pursuant to section 152 by changing the terms of appointment of Managing Director

To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:-

“RESOLVED THAT

1. Pursuant to section 196, 152 and other applicable provisions of the Companies Act, 2013 read with Schedule V and other applicable provisions, if any of the Companies Act, 2013 (“the Act”) and read with rules made thereunder for the time being in force) and subject to such permissions, consents and approvals from various authorities as may be required and subject to such conditions, if any, that may be imposed by any authority while granting their permissions, the approval of the Members be and is hereby accorded to change in terms of appointment of Managing Director to the extent that his appointment is also made liable to retire by rotation and being eligible offer themselves for re-appointment and his tenure as Managing Director for five (5) years from 1st April 2015 till 31st March 2020 which was approved by shareholders by passing Special Resolution on 8th May 2015 vide postal ballot notice dated 2nd April 2015 shall be subject to him getting re-appointed and such re-appointment shall not tantamount to break in the tenure of his appointment as Managing Director and all other terms and conditions of the appointment shall remain unchanged.
2. Any of the Directors of the Company and Company Secretary of the company, be and are hereby singly and/or jointly authorized to sign necessary forms and returns as may be necessary/required to be filed with The Registrar of Companies, NCT of Delhi and Haryana and to do all such acts, deed and things as may be deemed necessary to give effect to the foregoing resolution.”

Registered Office:

701, Manjusha Building 57,

Nehru Place,

New Delhi-110019

CIN:L74899DL1994PLC057410

by order of Board of Directors

For Intec Capital Limited

Puneet Sehgal

Company Secretary

Membership No: ACS12557

Place: New Delhi

Date: 26th August 2017

Explanatory statement pursuant to section 102 of the companies act, 2013:

Explanatory Statement to Item No. 4

As per Section 152 of the Companies Act, 2013, not less than two-thirds of the total number of directors of a public company shall be persons whose period of office is liable to determination by retirement of directors by rotation. The “total number of directors” shall not include independent directors, whether appointed under this Act or any other law for the time being in force, on the Board of a company.

Pursuant to re-organization of the Board of Directors and in order to comply with Section 152 of the Companies Act, 2013, Mr. Sanjeev Goel, Managing Director is also liable to retire by rotation in addition to Mrs. Ritika Goel. The Board has recommended to change the terms of appointment of Managing Director to also made him liable to retire by rotation and being eligible offer themselves for re-appointment and his tenure as Managing Director for five (5) years from 1st April 2015 till 31st March 2020 which was approved by shareholders by passing Special Resolution on 8th May 2015 vide postal ballot notice dated 2nd April 2015 shall be subject to him getting re-appointed and such re-appointment shall not tantamount to break in the tenure of his appointment as Managing Director and all other terms and conditions of the appointment shall remain unchanged.

The Board of Directors recommends the passing of the Special Resolutions contained in Item no.4 of the accompanying Notice for the approval by Shareholders.

Notes

1. A member entitled to attend and vote at the agm is entitled to appoint a proxy to attend and vote in the meeting instead of himself/herself, and the proxy need not be a member of the company.
2. A person can act as a proxy on behalf of not exceeding fifty (50) members and holding in aggregate not more than 10% 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 shareholder. The holder of proxy shall prove his identity at the time of attending the meeting.
3. Corporate members intending to send their authorized representative(s) to attend the meeting are requested to send to the Company a certified copy of the relevant Board resolution together with the specimen signature(s) of the representative(s) authorized under the said Board resolution to attend and vote on their behalf at the meeting.
4. Attendance slip, proxy form and the route map of the venue of the meeting are annexed hereto.
5. A Statement pursuant to Section 102(1) of the Companies Act, 2013 ("the Act"), relating to the Special Business to be transacted at the Meeting is annexed hereto
6. Members/proxies/authorized representatives should bring the duly filled Attendance Slip/proxy form enclosed herewith to attend the meeting.
7. The instrument appointing the proxy, duly completed, must be deposited at the Company's registered office not less than 48 hours before the commencement of the meeting (on or before Wednesday 25th September, 2017, 3:00 p.m. IST).
8. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided that not less than three days of notice in writing is given to the Company.
9. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote at the Meeting.
10. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members at the AGM.
11. The Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the AGM.
12. As company is not contemplating any events for which Register of Members and Share Transfer Books is required to be closed for the Annual General Meeting for the financial year ended 31st March 2017.
13. The Company has not declared any dividend for the Financial Year 2016-17.
14. Members holding shares in electronic mode are requested to intimate any change in their address or bank mandates to their DPs with whom they are maintaining their demat accounts.
15. Members are requested to address all correspondence, including dividend-related correspondence, to the Registrar and Share Transfer Agents, Beetal Financial and Computer Services Private limited. Beetal House, 3rd Floor, 99, Madangir, Behind LSC, New Delhi – 110062
16. The Company has transferred the unpaid or unclaimed dividends declared up to financial years 2008-09, from time to time, to the Investor Education and Protection Fund (IEPF) established by the Central Government. The Company has uploaded the details of unpaid and unclaimed amounts lying with

the Company as on Saturday 24th September 2016 (date of last Annual General Meeting) on the Company's website (www.intecapital.com) and on the website of the Ministry of Corporate Affairs.

17. Members wishing to claim dividends, which have remained unclaimed, are requested to correspond with Registrar and Share Transfer Agents, Company Secretary, at the Company's registered office. Members are requested to note that dividends not claimed within seven years from the date of transfer to the Company's Unpaid Dividend Account, will, as per Section 205A of the Companies Act, 1956 (Section 124 of the Companies Act, 2013), be transferred to the Investor Education and Protection Fund.
18. With a view to using natural resources responsibly, members who have not registered/updated their e-mail addresses with RTA i.e., Beetal Financial and Computer Services Private Limited ("Beetal"), if shares are held in physical mode or with their DPs, if shares are held in electronic mode, are requested to do so for receiving all future communications from the Company including Annual Reports, Notices, Circulars, etc., electronically.
19. In compliance with Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014, as substituted by the Companies (Management and Administration) Amendment, Rules 2015, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has provided a facility to the members to exercise their votes electronically through the electronic voting service facility arranged by Central Depository Services Limited. The facility for voting through ballot paper will also be made available at the AGM and members attending the AGM, who have not already cast their votes by remote e-voting shall be able to exercise their right at the AGM through ballot paper. Members who have cast their votes by remote e-voting prior to the AGM may attend the AGM and wherever law permits, can also cast voting through Ballot paper at the AGM. In the event of voting through both methods viz. through ballot paper at the AGM as well as through remote e-voting by that member, then voting through ballot paper shall prevail, wherever law permits. The instructions for e-voting are annexed to the Notice.
20. The Annual Report 2016-17, the Notice of the 23rd AGM and instructions for e-voting, along with the Attendance slip and Proxy form, are being sent by electronic mode to all members whose email addresses are registered with the Company Depository Participant(s), unless a member has requested for a physical copy of the documents. For members who have not registered their email addresses, physical copies of the documents are being sent by the permitted mode.
21. Members may also note that the Notice of the 23rd AGM and the Intec Capital Limited Annual Report 2016-17 will be available on the Company's website, www.inteccapital.com. The physical copies of the documents will also be available at the Company's registered office for inspection during normal business hours on working days i.e. 11.00 a.m to 2.00.p.m. Members who require communication in physical form in addition to e communication, or have any other queries, may write to us at : complianceofficer@inteccapital.com
22. Additional information, pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, in respect of the directors seeking appointment/re-appointment at the AGM, is furnished as annexure to the Notice. The directors have furnished consent/declaration for their appointment/re-appointment as required under the Companies Act, 2013 and the Rules thereunder.
23. Members holding shares in physical mode:
 - a) Are required to submit their Permanent Account Number (PAN) to the Company/Beetal (RTA), as mandated by the Securities and Exchange Board of India (SEBI) for every participant in securities market.
 - b) Are advised to make nomination in respect of their shareholding in the Company. Nomination form (SH-13) is made available on the Company's website at the following link (<http://inteccapital.com/investors/investor-information/nomination-form/>)

24. Members holding shares in electronic mode:

- a) Are required to submit their Permanent Account Number (PAN) to their respective DPs with whom they are maintaining their demat accounts, as mandated by the Securities and Exchange Board of India (SEBI) for every participant in securities market.
- b) Are advised to contact their respective DPs for availing the nomination facility.

25. Relevant documents referred to in the Notice are open for inspection by the members at the Company's registered office during normal business hours on working days (i.e. 11.00 a.m-2.00 p.m.) up to the date of the AGM. The aforesaid documents will be also available for inspection by members at the Meeting.

26. Instructions for Electronic Voting

- (i) Log on to the e-voting website www.evotingindia.com
- (ii) Click on "Shareholders" tab.
- (iii) Now, select the "COMPANY NAME" from the drop down menu and click on "SUBMIT"
- (iv) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and 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) Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
DOB#	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Bank Details#	Enter the Bank Details as recorded in your demat account or in the company records for the said demat account or folio. Please enter the DOB or Bank Details in order to login. If the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field.

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the Intec Capital Limited on which you choose to vote.
- (xii) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (xvii) If Demat account holder has forgotten the changed password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) Shareholders can also cast their vote using CDSL’s mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.**

(xix) Note for Non – Individual Shareholders and Custodians

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xx) The E-voting facility shall be available at the link www.evotingindia.com during the following voting period from 11:00 a.m. till 5:00 p.m.:

Commencement of E-voting	Sunday 24th September, 2017
End of E-voting	Tuesday 26th September, 2017

E-voting shall not be allowed beyond 5.00 p.m. on 26th September, 2017. During the E-voting period, members of the Company holding equity shares either in physical form or in dematerialized form, as on the record date may cast their vote electronically through E-voting. The cut-off date for the purpose of E-voting is 16th September, 2016.

- (xxi) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.co.in under help section or write an email to helpdesk.evoting@cdslindia.com.

Annexure to Notice dated 27th September 2017
Details of Directors retiring by rotation seeking appointment / re-appointment
at the ensuing Annual General Meeting

Sl.	Information	Mrs. Ritika Goel
1	A brief resume of the director;	<p>Mrs. Ritika Goel is a graduate from Lady Shriram college of Delhi University and diploma holder in IT and computer. Mrs. Goel has over two decades of vast and rich experience in NBFC and IT sector. Erstwhile, she was associated with M/s Unitel Credit Pvt. Ltd. as a key member of the board for more than 17 years.</p> <p>Currently, she is the member of the board across multiple companies in the field of IT and computer. Apart from overall guidance, Mrs. Goel's experience in the field of IT and computer will give significant value addition in improving the IT infrastructure of Intec Capital Limited.</p>
2	Nature of his expertise in specific functional areas;	IT and computer
3	Disclosure of relationships between directors inter-se;	Not related to any Directors or Key Managerial Personnel (KMP) except Mr. Sanjeev Goel, Managing Director being spouse of Mrs. Ritika Goel.
4	Names of listed entities in which the person also holds the directorship and the membership of Committees of the board; and	<p>NIL.</p> <p>However, Mrs. Ritika Goel is Director in one Unlisted Public Company and two Private Limited Company.</p>
5	Shareholding of non-executive directors.	NIL



CIN – L74899DL1994PLC057410
Regd. Office: 701, Manjusha, 57 Nehru Place, New Delhi-110019
www.inteccapital.com | complianceofficer@inteccapital.com

PROXY FORM

[Pursuant to Section 105 (6) of the Companies Act, 2013 and rule 19 (3) of the Companies (Management and Administration) Rules, 2014 – Form No. MGT-11]

23rd Annual General Meeting – Wednesday 27th September 2017

Name of Member(s):

Registered Address:

Folio No./Client Id: DP ID: E-mail ID

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

1. Name: Address:
E mail Id: Signature:
or failing him/her
2. Name: Address:
E mail Id: Signature:
or failing him / he
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 the 23rd Annual General Meeting of the Company to be held on Wednesday, 27th September, 2017 at 11.15 AM at B. C. Pal Memorial, A-81, Chittranjan Park, New Delhi-110 019 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution Number	Resolution	Vote (Optional See Note 2) (Please mention no. of shares)		
		For	Against	Abstain
Ordinary business				
1	Adoption of financial statements (including the consolidated financial statements)			
2	Appointment of Mrs. Ritika Goel as a director liable to retire by rotation			
3	Appointment of Statutory Auditors			
Special Business:				
4	Change in terms of appointment of Managing Director to made him liable to retire by rotation			

Signed this day of 2017

.....
Signature of the member

.....
Signature of the proxy holder(s)

Notes:

1. This form, in order to be effective, should be duly stamped, signed, completed and deposited at the Registered Office of the Company, not less than 48 hours before the meeting.
2. It is optional to indicate your preference. If you leave the for, against, or abstain column blank against any or all resolutions, your proxy will be entitled to vote in the manner as he/she may deem appropriate.
3. Members are requested to note that a person can act as proxy on behalf of not more than 50 members and holding in the aggregate of not more than ten percent of the total share capital of the Company carrying voting rights. In case a proxy is proposed to be appointed by a member holding more than 10% of the total share capital of the Company carrying voting rights, then such person shall not act as a proxy for any other member



CIN – L74899DL1994PLC057410
Regd. Office: 701, Manjusha, 57 Nehru Place, New Delhi-110019

ATTENDANCE SLIP

23rd Annual General Meeting – Wednesday 27th September 2017

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

--	--	--	--	--	--	--	--	--	--	--	--

Number of shares held

--	--	--	--	--	--	--

----- Please tear here -----

I certify that I am a member / proxy / authorized representative for the member of the Company.

I hereby record my presence at the 23rd Annual General Meeting of the Company at B.C. PAL MEMORIAL, A-81, CHITTRANJAN PARK, NEW DELHI-110 019 on Wednesday 27th September 2017 at 11.15 A.M. IST Delhi -110019.

.....
Name of the member / proxy
(in BLOCK letters)

.....
Signature of the member / proxy

Note :

1. Please fill up the attendance slip and hand it over at the entrance of the meeting hall. Members are requested to bring their copies of the Annual Report at the AGM.
2. The map to reach the AGM venue is given overleaf.

Signed this day of 2017

Affix a Re.1/- Revenue Stamp

Signature of Shareholder

Signature of Proxy holder(s)

Notes:

1. This Form, in order to be effective should be duly stamped, completed, signed and deposited at the Registered Office of the Company, not less than 48 hours before the meeting.
2. It is optional to indicate your preference. If you leave the for, against or abstain column blank against any or all resolutions, your proxy will be entitled to vote in the manner as he/she may deem appropriate.



CIN – L74899DL1994PLC057410
Regd. Office: 701, Manjusha, 57 Nehru Place, New Delhi-110019
www.inteccapital.com | complianceofficer@inteccapital.com

BALLOT POLL PAPER – 23rd ANNUAL GENERAL MEETING

S. No.	Particulars	Details
1.	Name of the First Named Shareholder/ Proxy Holder (IN BLOCK LETTER)	
2.	Postal address	
3.	Registered Folio/ DP-ID-Client ID No. (Applicable to investors holding shares in dematerialized form)	
4.	Class of Shares	Equity shares of Rs.10/- each
5.	No of Shares Held	

I, hereby exercise my vote in respect of The Resolution by recording my assent or dissent to the said resolution in the following manner:

Resolutions	I assent to the resolution ('For')	I dissent from the resolution ('Against')
Ordinary Resolution		
1	Adoption of financial statements (including the consolidated financial statements)	
2	Appointment of Mrs. Ritika Goel as a director liable to retire by rotation	
3	Appointment of Statutory Auditors	
Special Resolution		
4	Change in terms of appointment of Managing Director to made him liable to retire by rotation	

Place: New Delhi

Date:

(Signature of the shareholder/ proxy holder)

Note:

- Signature of shareholder/ proxy holder should be as per specimen Registered/ recorded with Company / Depository.
- Any cutting/ overwriting on this polling paper should be signed by the shareholder/ Proxy holder.
- Shareholder/ Proxy holder may exercise their votes either by putting 'X' or indicating number of shares in the appropriate column against the resolution indicated in the box.
- Number of shares held will be reckoned as per records of the Bank/ company as on record date Wednesday 20th September 2017.