



# ARIHANT Capital Markets Ltd.

Date: August 10<sup>th</sup>, 2017

To,  
The Listing Department  
Bombay Stock Exchange Limited.  
Department of Corporate Affairs  
Phiroze Jeejeebhoy Towers  
Dalal Street,  
Mumbai- 400001

**Sub. : Intimation Regarding Annual General Meeting and Book Closure.**  
**Ref. : ISIN – INE420B01028; Security Code- 511605.**

Dear Sir/Madam,

This is to inform you that the 25<sup>th</sup> Annual General Meeting of the Members of the Company will be held on Saturday, September 09<sup>th</sup>, 2017 at 12:30 P.M. at Lemon Tree Hotel, 3, RNT Marg, Indore, (M. P.)

Further the Register of Member and Share Transfer Book of the Company will remain closed from Sunday, September 03<sup>rd</sup>, 2017 to Saturday, September 09<sup>th</sup>, 2017 (both days inclusive).

We are enclosing herewith the Notice containing the business to be transacted at the meeting.

Kindly take on record the above and oblige.

Thanking You,

Yours faithfully,

**For Arihant Capital Markets Limited**

**Mahesh Pancholi**  
**(Company Secretary)**  
**M. No. F-7143**



Member of NSE, BSE, MSEI, DP-NSDL, CDSL

Regd. Office : E/5 Ratlam Kothji, Indore-452001, India. Admin Office : 6 Lad Colony, Y.N. Road, Indore-452003 T. +91.731.3016100 F. +91.731.3016027

Corporate Office : #1011-12 Solitaire Corporate Park, Bulding No 10, 1<sup>st</sup> Floor, Andheri Ghatkopar Link Road,

Chakala, Andheri (East), Mumbai-400093. T. +91.22.42254800 / 67114800

www.arihantcapital.com E-mail : contactus@arihantcapital.com

CIN : L67120MP1992PLC007182

## Notice

Notice is hereby given that the **TWENTY FIFTH ANNUAL GENERAL MEETING (AGM)** of the Members of **ARIHANT CAPITAL MARKETS LIMITED (CIN:L67120MP1992PLC007182)** will be held on **Saturday, 9<sup>th</sup> September, 2017 at 12:30 P.M. at Lemon Tree Hotel, 3, R.N.T. Marg, Indore (M.P.) - 452001**, to transact the following business:

### ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statement of the Company (including Audited Consolidated Financial Statements) for the financial year ended March 31<sup>st</sup>, 2017, and the Reports of the Board of Directors and Auditors Report thereon.
2. To declare Dividend for the Financial Year 2016-17.
3. To appoint a Director in place of Mrs. Anita Surendra Gandhi (DIN: 02864338), who retires by rotation and being eligible offers herself for re-appointment.
4. **Appointment of Statutory Auditors of the Company.**

To consider and if thought fit, to pass with or without modification(s), the following resolution as an ordinary resolution:

**“RESOLVED THAT** pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof), M/s Dinesh Ajmera & Associates (Firm Registration No. 011970C), be and are hereby appointed as the Statutory Auditors of the Company (in place of M/s Arora, Banthia & Tulsian, Chartered Accountants (Firm Registration No. 007028C), Statutory Auditors of the Company retiring at the conclusion of this Annual General Meeting) for a period of 5 years i.e. from the conclusion of this 25<sup>th</sup> Annual General Meeting till the conclusion of 30<sup>th</sup> Annual General Meeting of the Company, subject to annual ratification by the shareholders at every Annual General Meeting and at such remuneration as may be fixed by the Board of Directors of the Company on the recommendation of the Audit Committee.”

### SPECIAL BUSINESS

5. **Regularisation of Additional Independent Director, Mr. Ashish Maheshwari**

To Consider and if thought fit, to pass with or without modifications, the following resolution as an Ordinary Resolution:

**“RESOLVED THAT** Mr. Ashish Maheshwari (DIN: 00185949), who was appointed by the Board of Directors as an Additional Independent Director of the Company with effect from 27<sup>th</sup> May, 2017 and who holds office up to the date of this Annual General Meeting of the Company in terms of Section 161 of the Companies Act, 2013 (“Act”) but who is eligible for appointment and has consented to act as a Director of the Company and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act proposing his candidature for the office of Director of the Company, be and is hereby appointed as an Independent Director of the Company.”

6. **Increase in Borrowing Powers in Terms of Section 180 (1) (c) of the Companies Act, 2013.**

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

**“RESOLVED THAT** Subject to the provisions of Section 180(1)(c) and other applicable provisions if any of the Companies Act, 2013, and other applicable provisions and relevant rules made thereto, and statutory modifications and re-enactment thereof and in suppression of all the earlier resolutions passed in this regard, consent of the Company be and is hereby accorded to the Board of Directors of the Company to borrow from time to time, for the purpose of the Company’s business, such sum or sums of money, as they in their absolute discretion think fit, notwithstanding that the monies so borrowed together with the monies already borrowed by the Company and remaining outstanding shall be in excess of the aggregate of the paid-up share capital and free reserves, but not exceeding ₹ 200 Crore (Rupees Two Hundred Crore only) over and above the paid up share capital and free reserves for the time being of the Company.”

7. **Creation of Charge / Mortgage etc. on Company’s Movable or Immovable Properties in Terms of Section 180 (1) (a) of the Companies Act, 2013.**

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

**“RESOLVED THAT** Subject to the provisions of Section 180(1)(a) and other applicable provisions if any of the Companies Act, 2013, and other applicable provisions and relevant rules made thereto, and statutory modifications and re-enactment thereof and

in suppression of all the earlier resolutions passed in this regard, consent of the Company be and is hereby accorded and authorizes Board of Directors, for mortgaging and/or charging in such form and manner and on such terms and at such time(s) as the Board of Directors may deem fit, the movable and / or immovable assets and properties of the Company, wherever situated, present and future, whether presently belonging to the Company or not, in favour of any person including, but not limited to, Financial / Investment Institution(s), Bank(s), Insurance Company(ies), Mutual Fund(s), Corporate Body(ies), Trustee(s) to secure the loans, borrowings, debentures, hire purchase and / or working capital facilities and other credit facilities up to a sum not exceeding ₹ 200 Crore (Two Hundred Crore Rupees Only).

**“RESOLVED FURTHER THAT** the Board of Directors or such Committee or person/(s) as may be authorized by the Board be and is hereby authorized to do all such acts, deeds and things and to sign all such documents and writings as may be necessary, expedient and incidental thereto to give effect to this resolution and for matters connected therewith or incidental thereto and for reserving the aforesaid right and for performing all such acts and things as may be necessary for giving effect to this resolution.”

**By the order of the Board of Directors**

**Place: Indore**

**Dated: 25<sup>th</sup> July, 2017**

**Mahesh Pancholi  
(Company Secretary)  
M. No. F7143**

## Notes

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (AGM) IS ENTITLED TO APPOINT A PROXY TO ATTEND THE MEETING AND POLL/VOTE ON HIS/HER BEHALF. THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.** A person can act as a proxy on behalf of not exceeding 50 Members and holding in aggregate not more than 10% of the total share capital of the Company. Further, a Member holding more than total share capital of the Company carrying voting rights may appoint a single proxy and such person shall not act as proxy for any other person or Member.
2. The instrument appointing the proxy, duly completed however in order to be effective, should be deposited at the registered office of the Company not less than 48 hours before the meeting. A proxy form for the AGM is enclosed.
3. Explanatory Statement pursuant to section 102 of the Companies Act, 2013 forms part of this Notice.
4. 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 there under.
5. Pursuant to the provisions of section 91 of the Companies Act, 2013, the Register of Members and Share Transfer Books of the Company will remain closed from Sunday, 3<sup>rd</sup> September, 2017 to Saturday, 09<sup>th</sup> September, 2017 (both days inclusive) in connection with the AGM and the purpose of payment of dividend, if approved by the Members.
6. The dividend as recommended by the Board, if declared at the meeting, will be paid on or after 21<sup>st</sup> September, 2017 to those Members:
  - a) Whose names appeared as beneficial owners as at the end of 2<sup>nd</sup> September, 2017 as per the list to be furnished by Depositories in respect of shares held in electronic form; and
  - b) Whose names appeared as Members in Register of the Members of the Company after giving effect of valid transfer in physical form, which are lodged with Company/Registrar and Share Transfer Agent on or before 2<sup>nd</sup> September, 2017 as per the list to be furnished by registrar in respect of shares held in physical form
7. As per the SEBI Listing Regulations, 2015 the Company shall use any electronic mode of payments approved by the Reserve Bank of India for making payments to the Members. Where the dividend cannot be paid through electronic mode, the same shall be paid by warrants with bank accounts details printed thereon. In case of non availability of bank account details, address of the Members will be printed on warrants.
8. In all correspondence with the Company Members are requested to quote their folio number and in case shares are held in electronic form, they should quote Client ID and DP ID Number.
9. 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.
10. The register of Contracts or Arrangements in which the Directors are interested, maintained u/s 189 of the Companies Act, 2013 will be available for inspection by the Members at the AGM.
11. Members who hold shares in dematerialized form are requested to inform their Client ID and DP ID number for easier identification for attendance at the meeting.
12. Shareholders who are still holding physical share certificate(s) are requested to consider converting their holding to de-materialize form to eliminate all risk associated with physical Share and for ease of portfolio management. Members can contact to Company for assistance in this regard.
13. Members desiring to have any information on accounts are requested to write to the Company at least 7 days in advance before the date of the meeting so as to enable the management to keep the information ready. Replies will be provided only at the meeting. The shareholders are requested to write to the Company Secretary or to the Registrar and Share Transfer Agent, M/s Ankit Consultancy Private Limited, regarding transfer of shares and for resolving grievances, if any.
14. The Securities and Exchange Board of India (SEBI) has mandated the submission of the Permanent Account Number (PAN) by every

participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participant(s). Members holding shares in physical form are required to submit their PAN details to the Registrar and Share Transfer Agents:

Ankit Consultancy Pvt. Ltd.  
Plot No. 60 Electronic Complex, Pardeshipura,  
Indore-452010, M.P.

15. Members are requested to notify any changes in their address/bank mandate to their respective depository participants (DPs) in respect of their electronic share accounts and to the Registrar and Share Transfer Agent of the Company, in respect of their physical shares folio, at:

Ankit Consultancy Pvt. Ltd.  
Plot No. 60 Electronic Complex, Pardeshipura,  
Indore-452010, M.P.

16. Members who are holding physical shares in more than one folio are requested to intimate to the Company/Registrar and Share Transfer Agent the details of all their folio numbers for consolidation into single folio.
17. Members/Proxies are requested to bring their copy of Annual Report to the meeting with the attendance slip, duly filled in, for attending the meeting.
18. Corporate Members intending to send their authorized representatives to attend the AGM are advised to send a duly certified copy of the Board resolution authorizing their representatives to attend and vote at the meeting.
19. Dividend for the financial year ended 31<sup>st</sup> March 2010, which remains unclaimed or unpaid, will be due for transfer to the Investor Education and Protection Fund of the Central Government, pursuant to the provision of section 124 of the Companies Act, 2013, on 31<sup>st</sup> October 2017. Members, who have not yet encashed their dividend warrants for the financial year ended 31<sup>st</sup> March, 2010 or any subsequent financial years are requested to lodge their claims with the Company/ Ankit Consultancy Pvt. Ltd., without delay. Members are advised that no claims shall lie against the said fund or against the Company for the amounts of dividend so transferred to the said fund.
20. All documents referred to in the notice and explanatory statement will be available for inspection by the Members at the registered office of the Company between 10:00 a.m. and 5:00 p.m. on all working days from the date hereof up to the date of meeting.
21. The Notice of the AGM along with the Annual Report 2016-17 is being sent by electronic mode to those Members whose email addresses are registered with the Company or the Depositories, unless any Member has requested for a physical copy of the same. For Members who have not registered their email addresses, physical copies are being sent by the permitted mode. To support the "Green Initiative", the Members who have not registered their email addresses are requested to register the same with Registrar of the Company/Depositories.
22. A route map showing directions to reach the venue of the 25<sup>th</sup> AGM is given at the end of this Notice.
23. 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 National Securities Depository 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 but shall not be entitled to cast their votes again. The instructions for e-voting are annexed to the Notice.

## Shareholder Instructions For E-Voting

In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, the Company is pleased to provide Members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the Members using an electronic voting system from a place other than venue of the AGM (“remote e-voting”) will be provided by National Securities Depository Limited (NSDL).

1. The facility for voting either through electronic voting system or through ballot / polling paper shall also be made available at the venue of the 25<sup>th</sup> AGM. The Member attending the meeting who have not already cast their vote through remote e-voting shall be able to exercise their voting rights at the meeting.
2. The Members who have already cast their vote through remote e-voting may attend the meeting but shall not be entitled to cast their vote again at the AGM. However, in case a Member casts his/her vote both by electronic voting at the AGM and by remote e-voting, then voting done through remote e-voting shall be considered and voting done by electronic voting at the AGM will be treated as invalid.
3. The remote e-voting period commences on 06<sup>th</sup> September, 2017 (9:00 am) and ends on 08<sup>th</sup> September, 2017 (5:00 pm). During this period Members’ of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 02<sup>nd</sup> September, 2017, may cast their vote by electronically.
4. The e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the Members, the Member shall not be allowed to change it subsequently.
5. The instructions for remote e-voting are as under:

**A. Members whose shareholding is in the dematerialized form and whose email addresses are registered with the Company/ Depository Participant(s) will receive an email from NSDL informing the User-ID and Password/PIN.**

- i). Open email and open PDF file viz.; “ARIHANT remote e-voting.pdf” with your Client ID or Folio No. as password. The said PDF file contains your user ID and password for remote e-voting. Please note that the password is an initial password.  
NOTE: Shareholders already registered with NSDL for e-voting will not receive the PDF file “remote e-voting.pdf”.
- ii). Launch internet browser by typing the following URL: <https://www.evoting.nsdl.com>.
- iii). Click on Shareholder – Login.
- iv). Enter the user ID and password/PIN as initial password noted in step (i) above. Click Login.
- v). Password change menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/ characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- vi). Home page of remote e-voting opens. Click on remote e-voting: Active Voting Cycles.
- vii). Select “EVEN” (Remote E Voting Event Number) of Arihant Capital Markets Limited.
- viii). Now you are ready for remote e-voting as Cast Vote page opens.
- ix). Cast your vote by selecting appropriate option and click on “Submit” and also “Confirm” when prompted.
- x). upon confirmation, the message “Vote cast successfully” will be displayed.
- xi). Once you have voted on the resolution, you will not be allowed to modify your vote.
- xii). Institutional Members (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to [scrutinizericicibank@gmail.com](mailto:scrutinizericicibank@gmail.com) or [evoting@icicibank.com](mailto:evoting@icicibank.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).

**B. For Members holding shares in dematerialized form whose email IDs are not registered with the Company/ Depository Participants, Members holding shares in physical form as well as those Members who have requested for a physical copy of the Notice and Annual Report, the following instructions may be noted:**

i). Initial password is provided as below/at the bottom of the Attendance Slip for the AGM:

REVEN (Remote E Voting Event Number)	USER ID	PASSWORD/PIN.....
--------------------------------------	---------	-------------------

ii). Please follow all steps from Sr. No. 1 to Sr. No. 12 of (I) above, to cast vote.

6. In case of any queries/grievances, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the downloads section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
7. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
8. The voting rights of Members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 02<sup>nd</sup> September, 2017
9. Login to the remote e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the 'Forgot Password' option available on the site to reset the password/PIN.
10. Any person, who acquires shares of the Company and become Member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. 02<sup>nd</sup> September, 2017, may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or Issuer/RTA.

However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password?" or "Physical User Reset Password?" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or contact NSDL at the following toll free no.: 1800-222-990.

11. A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.
12. The Company has appointed Mr. Virendra Bhatt, Practicing Company Secretary as the scrutinizer for conducting the remote e-voting and the voting process at the AGM in a fair and transparent manner.
13. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow e-voting with the assistance of scrutinizer for all those Members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
14. The Scrutinizer shall after the conclusion of voting at the General Meeting, will first count the votes cast at the meeting and 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 shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
15. The Results declared along with the report of the Scrutinizer's shall be displayed at the Registered Office as well as the Corporate Office of the Company and uploaded on the Company's website [www.arihantcapital.com](http://www.arihantcapital.com) as well as on the website of NSDL after the same is declared by the Chairman/authorized person. The Results shall also be simultaneously forwarded to the Bombay stock exchange, Mumbai.

## Annexure to Notice

### Explanatory Statement as required by Section 102 of the Companies Act, 2013 ('The Act').

#### Item No. 5

Mr. Ashish Maheshwari (DIN 00185949) was appointed as an Additional Independent Director w.e.f. May 27<sup>th</sup>, 2017 in accordance with the provisions of Section 161 of the Companies Act, 2013. Pursuant to Section 161 of the Companies Act, 2013 the above Director holds office up to the date of the ensuing Annual General Meeting.

He has submitted the declaration of independence, as required pursuant to section 149(7) of the companies act 2013 stating that he meets the criteria of independence as provide in section 149(6) and regulation 16 of SEBI Listing Regulations, 2015. Mr. Ashish Maheshwari is not disqualified from being appointed as a Director in terms of section 164 of the Act.

In this regard the Company has received request in writing from a Member of the Company proposing Mr. Ashish Maheshwari candidature for appointment as Director of the Company in accordance with the provisions of Section 160 and all other applicable provisions of the Companies Act, 2013.

According to section 152 of the Companies Act, 2013, read with Schedule IV of the Companies Act, 2013, in the opinion of the Board, the proposed appointment of Mr. Ashish Maheshwari as an Independent Director fulfills the condition specified in the Act and the Rules made there under as also the SEBI Listing Regulations, 2015 and that the proposed appointment of Mr. Ashish Maheshwari is Independent of the management.

The Board feels that presence of Mr. Ashish Maheshwari on the Board is desirable and would be beneficial to the Company and hence recommend resolution No. 5 for adoption.

None of the Directors, except Mr. Ashish Maheshwari and Key Managerial Personnel of the Company or their relatives are in any way concerned or interested, financially or otherwise, in the said resolution.

#### **Item No. 6**

The Board of Directors of the Company envisage requirements of funds in future, hence it is proposed to empower and authorize the Board of Directors of the Company to borrow money from any Bank(s), Financial Institutions (FIs), Bodies Corporate or Business Associates etc., in excess of paid up capital and free reserves of the Company by a sum not exceeding ₹ 200 Crore (Two Hundred Crore) for the purposes of business activities of the Company. As per Section 180(1)(c) of the companies Act,2013, borrowings apart from temporary loans obtain from Company's bankers in the ordinary course of business) by the Company beyond the aggregate of the paid up capital of the Company and its free reserve requires approval from the shareholders of the Company.

The shareholders of the Company had by way of special resolution passed in previous Annual General Meetings authorized the Board of Directors to borrow monies (apart from temporary loans obtained or to be obtained from the Company's bankers in the ordinary course of business) from time to time on behalf of the Company not exceeding upto the existing limit, for the business of the Company. However, keeping in view of enhanced requirement of loan and also the legal requirement that Section 180(1) of the Companies Act, 2013 provides that the Board of Directors of a Company shall exercise the said power only with the consent of the Company by a special resolution. Hence, the Special Resolution at Resolution No. 6 for authorizing the Board of Directors to borrow monies (apart from temporary loans obtained or to be obtained from the Company's bankers in the ordinary course of business) from time to time on behalf of the Company not exceeding ₹ 200 Crores is intended for this purpose.

The Directors recommends the resolution for Members' approval as a Special Resolution.

None of the Directors or Key managerial personnel of the Company or the relatives is concerned or interested, financially or otherwise, in the said resolution.

#### **Item No. 7**

In term of provision of Section 180(1) (a) of the Companies Act, 2013 the Board of Director of the Company cannot, except with the consent of the Company in General Meeting, create Charge/Mortgage/hypothecation in order to secure such borrowings in favor of all or any of the Financial institutions/banks/lenders/ other investing agencies or other persons bodies corporate by private placement or otherwise. the resolution set out in the Resolution No.7 seek Members approval to authorize Board of Directors to secure borrowings by way of creation charge/mortgage/hypothecation on the assets of the Company in favor of all or any of the Financial institutions/banks/lenders/ other investing agencies or other persons bodies corporate.

The Directors recommends the resolution for Members' approval as a Special Resolution.

None of the Directors or Key Managerial Personnel of the Company or the relatives is concerned or interested, financially or otherwise, in the said resolution.



**Details of Directors seeking appointment /re-appointment at the AGM**

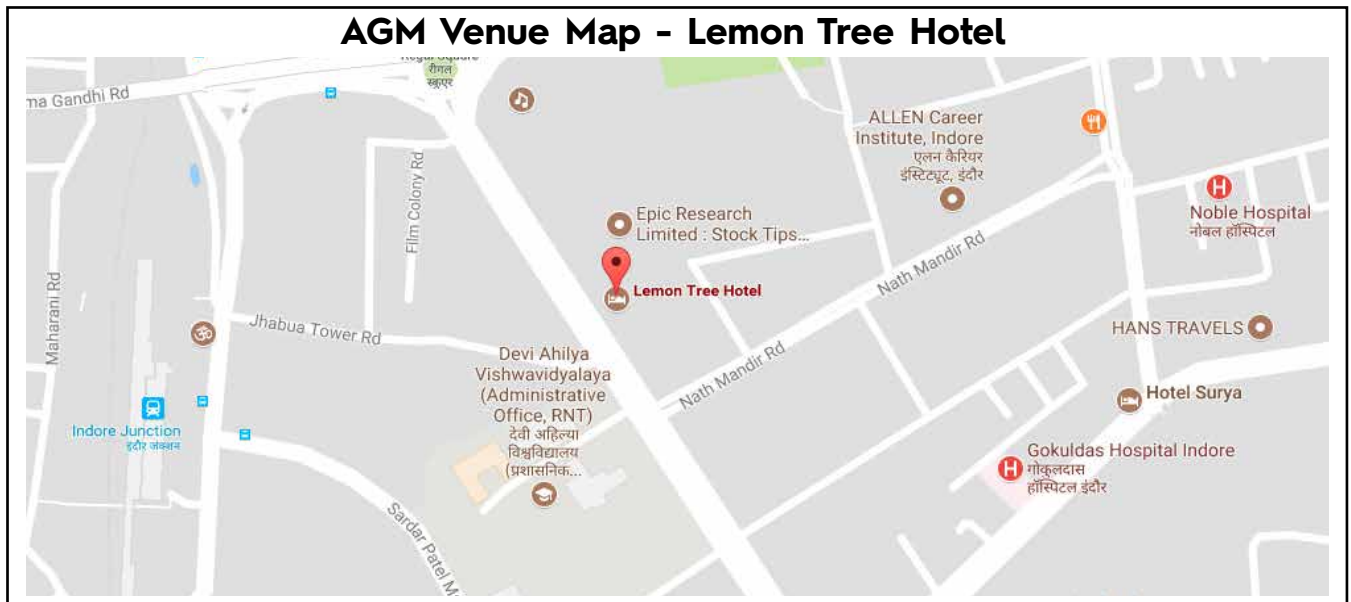
Particulars	Mr. Ashish Maheshwari	Mrs. Anita Surendra Gandhi
DIN No.	00185949	02864338
Date of Birth	February 19 ,1974	December 11, 1963
Date of Appointment	May 27, 2017	January 30, 2010
Qualifications	MBA Finance	B.Com, CA, ICWA
Expertise in Specific functional Area	Capital Market and Financial Sector	Wide experience in primary and secondary market research
Directorship held in other public companies (excluding private companies, foreign companies and section 8 companies)	Nil	Nil
Memberships/ Chairmanship of Committees of other public companies (includes only Audit Committee and Stakeholders Relationship Committee)	Nil	Nil
No. of shares held in the Company	Nil	Nil

**By the order of the Board of Directors**

**Place: Indore**

**Dated: 25<sup>th</sup> July, 2017**

**Sd/-  
Mahesh Pancholi  
(Company Secretary)  
M. No. F7143**



# ARIHANT Capital Markets Ltd.

www.arihantcapital.com

CIN: L67120MP1992PLC007182 | Regd. Off.: E/5, RATLAM KOTHI, INDORE (MP)

## PROXY FORM

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

Name of the Member(s) : \_\_\_\_\_  
Registered address : \_\_\_\_\_  
E-mail Id : \_\_\_\_\_  
Folio No. / Client ID No. : \_\_\_\_\_ DPID No. \_\_\_\_\_

I/We, being the Member(s) of \_\_\_\_\_ shares of Arihant Capital Markets Limited, hereby appoint

1. Name: \_\_\_\_\_ E-mail Id: \_\_\_\_\_  
Address: \_\_\_\_\_  
Signature: \_\_\_\_\_

Or failing him

2. Name: \_\_\_\_\_ E-mail Id: \_\_\_\_\_  
Address: \_\_\_\_\_  
Signature: \_\_\_\_\_

Or failing him

3. Name: \_\_\_\_\_ E-mail Id: \_\_\_\_\_  
Address: \_\_\_\_\_

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Twenty Fifth Annual General Meeting of the Company to be held on **Saturday, 09<sup>th</sup> September, 2017 at 12.30 p.m. at Lemon Tree Hotel, 3, RNT Marg, Indore (M.P.) - 452001**, and at any adjournment thereof in respect of such resolutions as are indicated below:

### Ordinary Business

Resolution No.	Resolutions
1	Consider and adopt the Audited Financial Statement of the Company (including Audited Consolidated Financial Statements) for the financial year ended March 31 <sup>st</sup> , 2017, and the Reports of the Board of Directors and Auditors Report thereon.
2	Declaration of dividend for the Financial Year 2016-17.
3	Re-appointment of Mrs. Anita Surendra Gandhi (DIN: 02864338), a Director retiring by rotation.
4	Appointment of Auditors and fixing their remuneration.

### Special Business

Resolution No.	Resolutions
5	Regularisation of Additional Independent Director, Mr. Ashish Maheshwari
6	Special Resolution for Increase in Borrowing Powers in Terms of Section 180 (1) (c) of the Companies Act, 2013
7	Special Resolution for Creation of Charge / Mortgage Etc. on Company's Movable or Immovable Properties In Terms of Section 180 (1) (a) of The Companies Act, 2013.

Signed this.....day of..... 2017.

Signature of shareholder \_\_\_\_\_ Signature of Proxyholder(s) \_\_\_\_\_

Affix  
Revenue  
Stamp

- Note:**
1. This form in order to be effective should be duly completed and deposited at the Registered Office of the Company at E-5 Ratlam Kothi, Indore 452 001, not less than 48 hours before the commencement of the meeting.
  2. Those Members who have multiple folios with different jointholders may use copies of this Attendance slip/Proxy.

# ARIHANT Capital Markets Ltd.

www.arihantcapital.com

CIN: L67120MP1992PLC007182 | Regd. Off.: E/5, RATLAM KOTHI, INDORE (MP)

## ATTENDANCE SLIP

(To be presented at the entrance)

**25<sup>th</sup> Annual General Meeting on 09<sup>th</sup> September, 2017 at 12.30 P.M.  
at Lemon Tree Hotel, 3, RNT Marg, Indore (M.P.) - 452001**

Folio No. \_\_\_\_\_ DP ID No. \_\_\_\_\_

Client ID No. \_\_\_\_\_ No. of Shares \_\_\_\_\_

Name of the Member: \_\_\_\_\_ Address: \_\_\_\_\_

Name of the Proxyholder: \_\_\_\_\_ Address: \_\_\_\_\_

1. Only Member /Proxyholder can attend the Meeting.
2. Member/Proxyholder should bring his/her copy of the Annual Report for reference at the Meeting.

\_\_\_\_\_  
Signature of Member/Proxy