



# INDIA LEASE DEVELOPMENT LIMITED

Regd Office: MGF HOUSE, 4/17-B, ASAF ALI ROAD, NEW DELHI-110002

Phone Nos.: 011-41519433, 41520070, Fax: 011-41503479,

Website: www.indialease.com, E-mail: info@indialease.com

CIN : L74899DL1984PLC019218

## NOTICE

NOTICE is hereby given that the 32<sup>nd</sup> Annual General Meeting of the members of India Lease Development Limited will be held as under:-

DAY : Tuesday  
DATE : September 26, 2017  
TIME : 1.30 p.m.  
PLACE : The Executive Club, 439, Village Shahoorpur,  
P.O. Fatehpur Beri, New Delhi-110030

to transact the following business:-

### ORDINARY BUSINESS

1. To consider and adopt :

The Standalone Audited Financial Statement of the Company for the financial year ended March 31, 2017, the reports of the Board of Directors and Auditors thereon;

2. To appoint a Director in the place of Sh. Arun Mitter (DIN:00022941) who retires by rotation and is eligible for re-appointment.
3. To appoint a Director in the place of Sh. Sharad Aggarwal (DIN: 00629816) who retires by rotation and is eligible for re-appointment.
4. To appoint Statutory Auditors and fix their remuneration and in this regard to consider and if thought fit, to pass with or without modifications(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, read with the Companies (Audit and Auditors) Rules, 2014 as may be applicable and pursuant to the recommendations of the Audit Committee, M/s Jagdish Chand & Co. Chartered Accountants, New Delhi, (FRN No. 000129N), be appointed as Statutory Auditors of the Company for a period of 5 years for auditing the accounts of the Company from FY 1<sup>st</sup> April 2017 to FY 31<sup>st</sup> March 2022, in place of retiring auditors M/s S.N.Dhawan & Co. LLP, Chartered Accountants (FRN No. N500045), to hold office from the conclusion of this 32<sup>nd</sup> Annual General Meeting (AGM) until the conclusion of the 37<sup>th</sup> AGM at such remuneration, as may be decided by the Board of Directors of the Company.

### SPECIAL BUSINESS

To consider and if thought fit, to pass with or without modifications(s), the following resolution:-

#### As a Special Resolution

5. REVISION IN TERMS OF APPOINTMENT OF SH. ROHIT MADAN, MANAGER & COMPANY SECRETARY

"Resolved that pursuant to the provisions of Sections 196, 197, 198 and 203, read with Part II Section II of Schedule V and other applicable provisions of the Companies Act, 2013 and such other laws, rules and regulations as may be applicable and such other approvals as may be required and subject to the approval of the members and in partial modification of the relevant resolution passed through Postal Ballot dated 27<sup>th</sup> April 2015, Consent of the Company be and is hereby accorded to the revision in the remuneration of Mr. Rohit Madan, Manager & Company Secretary of the Company w.e.f. April 1, 2017 approved by the Board and as recommended by the Nomination & Remuneration Committee and as set out in the Explanatory Statement annexed to the notice.

RESOLVED FURTHER THAT in the event in the absence or inadequacy of profits in any financial year, Mr Rohit Madan will be paid the salary and perquisites as minimum remuneration not exceeding the limits specified under Section II of Part II of Schedule V of the Companies Act, 2013 by making such compliances as provided in the schedule.

RESOLVED FURTHER THAT the Board of the Directors of the company be and is hereby authorized to do all such acts, deeds, things, and execute all such documents, instruments, writings as, in its absolute discretion, it may be considered necessary, expedient or desirable, including power to sub-delegate, in order to give effect to the foregoing resolution or otherwise as considered by the Board to be in the best interest of the company as it may deem fit."

By order of the Board  
For India Lease Development Limited

Rohit Madan

Manager & Company Secretary

ACS No.: 13636

Place: New Delhi

Date: August 17, 2017

**NOTES:**

1. **A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. (A PERSON CAN ACT AS PROXY ON BEHALF OF MEMBERS UPTO AND NOT EXCEEDING FIFTY(50) AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT(10%) OF THE TOTAL SHARE CAPITAL OF THE COMPANY. FURTHER, A MEMBER HOLDING MORE THAN TEN PERCENT (10%) 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 PROXY FOR ANY OTHER PERSON OR MEMBER). THE INSTRUMENT APPOINTING PROXY MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE TIME OF HOLDING THE MEETING. A PROXY FORM (FORM NO.MGT-11) IS ANNEXED TO THIS REPORT.**
2. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 which set out the details relating Special Business at the Meeting, is annexed hereto.
3. Brief details under SEBI Listing Regulations in respect of Directors seeking reappointment at the Annual General Meeting, forms integral part of the notice. The Directors concerned have furnished the requisite declarations for their reappointment
4. Pursuant to the provisions of Section 91 of the Companies Act, 2013, the Register of Members and Share Transfer Books will remain closed from Thursday, September 21, 2017 to Tuesday, September 26, 2017(both days inclusive).
5. 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 the PAN to their Depository Participants with whom they are maintaining their Demat Accounts. Members holding shares in physical form can submit their PAN direct to the company or M/s Alankit Assignments Limited.
  - a) Pursuant to Section 108 of the Companies Act,2013, read with Companies (Management and Administration) Rules, 2014, and Regulation 44 of the SEBI (LODR) Regulations, 2015, the company is pleased to provide the facility to members to exercise the right to vote by electronic means. The company has arranged this facility in the CDSL platform. The members whose names appear in the Register of Members/List of Beneficiary Owners as on September 19, 2017 i.e. the date prior to the book closure date are entitled to vote on the resolutions set forth in the Notice.
  - b) Members who have acquired shares after the despatch of Annual Report and before the book closure may approach the company for issuance of User ID and Password for exercising their votes by electronic means.
  - c) The e-voting period will commence on Saturday, the September 23, 2017 at 9.00 a.m. and will end on Monday, the September 25, 2017 at 5.00 p.m. The company has appointed Ms. Anjali Yadav, Practising Company Secretary (FCS No.6628, CP No.7257) B-6/32, Sector 15, Rohini, Delhi-110089 as Scrutinizer to scrutinize e-voting and Insta Poll process in a fair and transparent manner. She has communicated her willingness to be appointed and will be available for the said purpose.
  - d) Once the vote on a resolution is cast by the shareholder, he/she shall not be allowed to change it subsequently.
  - e) The facility for voting through ballot papers shall be made available at the meeting and the members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right at the meeting.
  - f) The members who have cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to vote again at the meeting.

Shareholders holding shares in physical form are requested to inform the company and those holding shares in demat form to inform the Depository Participant about any changes in their mailing address and also to quote Folio Numbers/Client ID/DPID, in all their correspondence with the company/depository participant.
6. **Transfer of Unclaimed/Unpaid Dividends to the Investor Education and Protection Fund(IEPF)**

In accordance with the provisions of Section 125 of the Companies Act, 2013 the company had already transferred Unclaimed Dividend declared for the financial year ended March 31, 2000 to the General Revenue Account of the Central Government as required by the Companies Unpaid Dividend (Transfer to General Revenue Account of the Central Government) Rules, 1978. Those shareholders who have so far not claimed their dividend upto the aforesaid financial year may claim their dividend from the Registrar of Companies, NCT of Delhi and Haryana, CGO Complex, Paryavaran Bhawan, Lodhi Road, New Delhi-110003.
7. Documents referred to in the Notice and the explanatory statement shall be open for inspection by the members at the Registered Office of the company on all working days (Monday to Friday) from 10.00 a.m. to 1.00. p.m. except holidays, upto the date of the meeting.
8. Pursuant to Section 72 of the Companies Act, 2013, members holding shares in physical form are advised to file nomination in the prescribed Form SH-13 (a copy of which is available on the website of the company) with the company's Registrar and Share Transfer Agent. In respect of shares held in electronic/demat form, the members may please contact their respective depository participant.

9. Corporate members are requested to send in advance duly certified copy of the Board Resolution/Power of Attorney authorising their representative to attend and vote at the Annual General Meeting.
10. Members/Proxies are requested to bring the copies of annual reports to the meeting.
11. Please note that for security reasons, no article /baggage will be allowed at the venue of the meeting.

#### SHAREHOLDING INSTRUCTIONS FOR E-VOTING

12. Voting through electronic means
  - i) The voting period begins on Saturday, the September 23, 2017 from 9.00 a.m. and ends on Monday, the September 25, 2017 at 5.00.p.m. During this period shareholders of the company holding shares either in physical form or in dematerialized form, as on the cut off date of September 19, 2017 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
  - ii) The shareholders should log on to the e-voting website: [www.evotingindia.com](http://www.evotingindia.com)
  - iii) Click on "Shareholders" tab.
  - iv) Now Enter your User ID
    - v) a. for CDSL: 16 digits beneficiary ID
    - b. for NSDL: 8 Character DPID followed by 8 Digit Client ID
    - c. Members holding shares in physical Form should enter Folio Number registered with the company.
  - vi) Next enter the Image Verification as displayed and Click on Login.
  - vii) If you are holding shares in demat form and you had logged on to **www.evotingindia.com** and voted on an earlier voting of any company, then your existing password is to be used.
  - viii) If you are first time user follow the steps given below:

	For Members holding shares in Demat form and in Physical Form
PAN	<p>Enter your 10 digit alphanumeric PAN issued by Income Tax Department(Applicable for both demat as well as physical shareholders)</p> <ul style="list-style-type: none"> <li>- 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. Sequence No. is printed on the Proxy Form.</li> <li>- 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-Sequence number is communicated in the covering letter.</li> </ul>
Dividend Bank Details Or Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> <li>- If both the details are not recorded with the depository or company please enter the member id/folio number in the Dividend Bank details field as mentioned in instruction (v)</li> </ul>

- i) After entering these details appropriately, click on "Submit" tab
- ii) Members holding shares in physical form will then directly reach 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.
- iii) For Members holding shares in physical form, details can be used only for e-voting on the resolutions continued in this notice.
- iv) Click on the EVSN for the relevant "India Lease Development Limited" on which you choose to vote.
- v) On the voting page, you will see "RESOLUTION DESCRIPTION" and 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.
- vi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolutions details.

- vii) 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.
- viii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- ix) You can also take out print of the voting done by you by click on "CLICK HERE TO PRINT" option on the voting page.
- x) If Demat account holder has forgotten the password then Enter the User ID and the image verification code and click on "FORGOTTEN PASSWORD" and enter the details as promoted by the system.
- xi) 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. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- xii) Note for Non-individual Shareholders
- Non-individual Shareholders (i.e. other than individuals, HUF, NRI etc) and Custodian are required to log on to <https://www.evoting@cdslindia.com> and register themselves as corporate.
  - a scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com). After receiving the login details for they have to create a user who would be able to link the account(s) which they wish to vote on.
  - 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 should be mailed to [helpdesk.evoting@cdslindia.com](mailto: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.
- xiii) Any person who acquires shares after despatch of Notice and holding shares as on Cut off date i.e. September 19, 2017 may cast their vote by remote e-voting or Ballot Form or through Poll at the meeting. However, if, you are already registered with the CDSL or remote e-voting then you can use existing user ID & Password for casting your vote.
- xiv) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions("FAQ") and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com)
- xv) The voting rights of shareholders shall be in proportion to their shares in the paid up capital of the company as on cut off date i.e. September 19, 2017.
- xvi) The Board of Directors of the company at their meeting held on August 17, 2017 has appointed Ms. Anjali Yadav, Practising Company Secretary (FCS No.6628, CP No.7257) B-2/32, Sector 15, Rohini, Delhi-110089 as Scrutiniser to scrutinise the e-voting process in fair and transparent manner, whose e-mail address is [anjaliyadav.associates@gmail.com](mailto:anjaliyadav.associates@gmail.com).
- xvii) The results of voting will be announced within two days of the Annual General Meeting of the company to be held at The Executive Club, 439, Village Shahoorpur, P.O. Fatehpur Beri, New Delhi-110030 on Tuesday, the September 26, 2017 at 1.30 p.m. The results of the voting will be communicated to the Stock Exchange within two days of the AGM and also shall be hosted on the website of the company [www.indialease.com](http://www.indialease.com)
- xviii) In case of members receiving the physical copy they are advised to follow all steps from serial (i) to (ix).
13. To avoid fraudulent transactions, the identity/signature of the members holding shares in electronic/demat form is verified with the specimen signatures furnished by NSDL/CDSL and that of members holding shares in physical form is verified as per the records through share transfer agent of the company (i.e M/s Alankit Assignments Limited). Members are requested to keep the same updated.
14. To receive faster communication of all shareholders, including annual reports, the shareholders are requested to kindly register/update their email address with their respective depository participant, where shares are held in electronic form. If, however, shares are held in physical form, members are advised to register their email address with company's Registrar and Share Transfer Agents, M/s Alankit Assignments Limited, Alankit Heights, 1E/13, Jhandewalan Extension, New Delhi-110055.
15. The members may also note that the Notice for the 32nd Annual General Meeting and the entire Annual Report for 2016-2017 will also be available on the company's website [www.indialease.com](http://www.indialease.com) for download.
16. As per section 118(10) of the Companies Act, 2103, read with the Secretarial Standard 2 on General Meetings issued by The Institute of Company Secretaries of India, "**No Gift Coupons or cash in lieu of gifts shall be distributed to members at or in connection with the meeting**".
17. As a measure of austerity, copies of the Annual Report will not be distributed at the AGM. Members are therefore requested to bring their copies of the Annual Report to the AGM.

By order of the Board  
For India Lease Development Limited

**Rohit Madan**

Manager & Company Secretary  
ACS No.: 13636

Place: New Delhi  
Date: August 17, 2017

## **Explanatory statement pursuant to Section 102 of the Companies Act, 2013.**

Item No. 5

The Board in their meeting held on August 17, 2017 and as recommended by Nomination & Remuneration Committee has decided to revise the terms of appointment of Mr. Rohit Madan Manager & Company Secretary w.e.f. April 1, 2017, on such terms and conditions as set out in the agreement to be entered into between the company and Mr. Rohit Madan subject to the condition that the Board of Directors of the company be and are hereby authorized to vary/amend/alter the terms and conditions of his appointment as they may deem fit and which is acceptable to Mr. Rohit Madan.

Remuneration including perquisites :

### **SALARY**

Basic Salary of ₹ 46,000/- in the grade of ₹ 3,750/- annual increment or such increment as may be determined by the Board of Directors of the Company (which expression shall include a Committee thereof) from time to time, not exceeding 50% increase in salary by way of annual increment each year.

Other allowances : 20% of Basic Salary

Medical expenses for the Manager and Company Secretary and his family calculated at one month's salary in a year or three month's salary over a period of three years.

Personal Accident Insurance premium not to exceed ₹ 4,000/- per annum.

(Explanations: Family shall mean the spouse, dependent children and dependant parents of Mr.Rohit Madan)

### **PERQUISITES**

In addition to salary, Mr. Rohit Madan shall be entitled to the following perquisites :

#### **Category 'A'**

Free unfurnished residential accommodation at the expense of the Company, the monetary value of which as evaluated under Rule 3 of the Income Tax Rules, 1962 shall not exceed 20% of the salary per month.

OR

In case the accommodation is owned by the company, 20% of the salary of Manager or as may be permissible according to law amended from time to time shall be deducted by the company.

OR

In case, no accommodation is provided by the company, Manager shall be entitled to House Rent Allowance @ 60% of basic salary in lieu of residential accommodation at the expense of the company.

#### **Other Perquisites**

Earned Leave: On basic pay and as per the rules of the Company.

Provision of car(s) for use on Company's business.

Telephone, including cellular phone, internet and other communication facilities at the residence for discharge of his required official duties.

#### **Category 'B'**

The following perquisites shall also be allowed and they will not be included in the computation of the ceiling on perquisites:-

Company's contribution to Provident Fund @ 12% of the basic salary or at such other rate as per the laws applicable in this behalf from time to time and further Superannuation Fund or Annuity Fund, if applicable, to the extent these either singly or put together are not taxable under the Income Tax Act, 1961.

Gratuity payable at the rate not exceeding 15 days salary including for each completed year of service in accordance with the company's rules.

Gross salary including perquisites, as stated above, payable to Manager, shall not exceed ₹ 15,00,000/- per annum.

The Board of Directors on the recommendation of the Committee may vary/ or revise the remuneration and perquisites including the monetary value thereof to Mr. Rohit Madan, Manager and Company Secretary within the permissible limits under the provisions of the Companies Act, 2013 or any statutory amendments thereof from time to time and settle any question or difficulty in connection therewith or incidental thereto.

### **MINIMUM REMUNERATION**

In any financial year, during the currency of tenure of the appointee as Manager and Company Secretary, the company has no profits or its profits are inadequate, it may pay remuneration by way of salary, allowances not exceeding limits as stated above and as is prescribed under Part II of Section II of Schedule V of the Companies Act, 2013 or as may be amended by the Central Government from time to time.

Other Conditions:

He will be discharging the functions as 'Manager' of the company within the meaning of Section 2(45) of the companies Act, 2013 and will be responsible for the efficient working of the company and subject to supervision, control and direction of the Board, shall manage the affairs of the company.

Notwithstanding anything to contrary contained above, either party shall be entitled to terminate appointment giving not less than one calendar month's notice in writing, in this behalf to the other party without the necessity of showing any cause, and on the expiry of the period of such notice the appointment shall stand terminated.

#### DISCLOSURE OF INTEREST

None of the Directors or Key Managerial Personnel (KMP) except other than Mr. Rohit Madan of the Company, or their relatives is concerned or interested (financial and otherwise) in the resolution.

#### ANNEXURE TO THE NOTICE

**Pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Secretarial Standards issued by The Institute of Company Secretaries of India, following information is furnished about the Director's proposed to be appointed / re-appointed.**

##### 1) Director being re-appointed by rotation (Resolution at item no.2)

Name of the Director	Sh. Arun Mitter
Age	55 years
Date of Birth	27.11.1962
Qualification	B.Com, ACA
Experience in specific functional area	Sh. Arun Mitter is a qualified Chartered Accountant. He has extensive business experience in General and Financial Management. His continued association with the company is considered necessary in the interest of the company.
Other Directorship	The Motor & General Finance Ltd, MGF Development Ltd, Jayabharat Credit Ltd, Bahubali Services Ltd, Upper India Hire Purchase Co Association Ltd., Technofab Engineering Ltd, Ram Prakash & Co Pvt Ltd, Discovery Holidays Pvt Ltd, Grosvenor Estates Pvt Ltd, Gee Gee Holdings Pvt Ltd, MGF Securities Pvt Ltd, North Delhi Metro Mall Pvt Ltd, Cards Services India Pvt Ltd, MGF Promotions & Events Pvt Ltd, MGF Estates Management Pvt Ltd, Metroplex Construction Pvt Ltd, Vishnu Apartments Pvt Ltd, MGF Market Place Mall Management Pvt Ltd
Committee Memberships	<p><b><u>The Motor &amp; General Finance Ltd</u></b>            Audit Committee            Stakeholders Relationship Committee            Risk Management Committee            CSR Committee</p> <p><b><u>India Lease Development Ltd</u></b>            Audit Committee            Nomination &amp; Remuneration Committee            Risk Management Committee</p> <p><b><u>Jayabharat Credit Ltd</u></b>            Audit Committee            Stakeholders Relationship Committee            Nomination &amp; Remuneration Committee</p> <p><b><u>Technofab Engineering Ltd</u></b>            Audit Committee            Stakeholders Relationship Committee            Nomination &amp; Remuneration Committee</p>
No. of Equity Shares held in the Company	Nil

2) **Appointment of Sh. Sharad Aggarwal, Director (Resolution at item no.3 )**

Name of the Director	Sh. Sharad Aggarwal
Age	51 years
Date of Birth	24.11.1966
Qualification	B.Com, ACA, LLB
Experience in specific functional area	Shri Sharad Aggarwal is a qualified Chartered Accountant and also holds a law degree. His continued association with the company is considered necessary in the interest of the company.
Other Directorship	Bahubali Services Ltd, K.F. Belting Pvt Ltd, Hamilton Land Developers Pvt Ltd, Jazz Foods Pvt Ltd, Sterling Hoteliers and Investment Pvt Ltd Makro lease Pvt Ltd, Jay Vee Leatherite Pvt Ltd, Atlantic Land Developers Pvt Ltd, Oaykay Forgings Pvt Ltd, Knit Foulds Pvt Ltd, Duro Pack Ltd.
Committee Memberships	<b><u>India Lease Development Ltd</u></b> Audit Committee Stakeholders Relationship Committee Nomination and Remuneration Committee Risk Management Committee <b><u>Duropack Ltd</u></b> Audit Committee Nomination & Remuneration Committee
No. of Equity Shares held in the Company	Nil

**SHAREHOLDERS INFORMATION**

<b>Head Office &amp; Registered Office</b>	:	MGF HOUSE 4/17-B, Asaf Ali Road, New Delhi-110002
<b>E-mail</b>	:	info@indialease.com
<b>Company Website</b>	:	www.indialease.com
<b>Tel Nos.</b>	:	011-41519433, 41520070
<b>Fax</b>	:	011-41503479
<b>Date of Annual General Meeting</b>	:	September 26, 2017
<b>Time</b>	:	1.30 p.m.
<b>Day</b>	:	Tuesday
<b>Venue</b>	:	The Executive Club 439, Village Shahoorpur, P.O. Fatehpur Beri New Delhi-110030
<b>Day and Date of Book Closure</b>	:	Thursday, the September 21, 2017 to Tuesday, the September 26, 2017 (both days inclusive)
<b>Shares listed at</b>	:	Bombay Stock Exchange Ltd Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400001

The Company confirms that it has paid the Annual Listing Fees to the above Stock Exchange for the financial year ending 2017-18

# Route Map For AGM Venue





# INDIA LEASE DEVELOPMENT LIMITED



CIN : L74899DL1984PLC019218

Regd Office: MGF HOUSE, 4/17-B, ASAF ALI ROAD, NEW DELHI-110002

Phone Nos.: 011-41519433, 41520070, Fax: 011-41503479,

E-mail: info@indialease.com, Website: www.indialease.com,

## BALLOT FORM

Sr No.....

- (1) Name and Registered Address of the Sole/First Named Shareholder :
- (2) Name(s) of the Joint Holder(s) (if any) :
- (3) Registered Folio No./ DP ID No. and Client ID No. :
- (4) Number of Share(s) held :
- (5) User ID :
- (6) Sequence No :
- (7) EVSN(Electronic voting Sequence No.) :
- (8) I/We hereby exercise my/our vote(s) in respect of the Resolutions set out in the Notice of the Thirty Second Annual General Meeting(AGM) of the company to be held on Tuesday, September 26, 2017 at 1.30 P.M. by sending my/our assent or dissent to the said resolution by placing a tick (✓) mark at the appropriate box below:

Sr No.	Description	No.of Shares	I/We assent to the Resolution (FOR)	I/We dissent to the Resolution (AGAINST)
1.	To consider and adopt the Standalone Audited Financial Statements as at March 31, 2017 and the reports of the Directors and Auditors thereon.			
2.	To appoint a Director in the place of Shri Arun Mitter (DIN:00022941) who retires by rotation and is eligible for re-appointment.			
3.	To appoint a Director in the place of Shri Sharad Aggarwal (DIN:00629816) who retires by rotation and is eligible for re-appointment.			
4.	To appoint Statutory Auditors and to fix their remuneration M/s Jagdish Chand & Co., Chartered Accountants, New Delhi (FRN : 000129N) for a period of 5 years from 1 <sup>st</sup> April, 2017 to 31 <sup>st</sup> March, 2022 in place of M/s S.N. Dhawan & Co. LLP (FRN : N500045).			
5.	Approval for revision in terms of appointment of Shri Rohit Madan, Manager & Company Secretary.			

Place:

Date:

Signature of the Shareholder(s)

Note: Please read the instructions carefully before exercising your vote.

## INSTRUCTIONS

1. This Ballot Form is provided for the benefit of Members who do not have access to e-voting facility.
2. A member can opt for only one mode of voting i.e. either through e-voting or by ballot. If a Member casts votes by both modes, then voting done through e-voting shall prevail and ballot shall be treated as invalid.
3. For detailed instructions on e-voting, please refer to the notes appended to the Notice of the AGM.
4. The Scrutinizer will collate the votes downloaded from the e-voting system and votes received through post to declare the final result for each of the Resolutions forming part of the Notice of the AGM.

### **Process and manner for Members opting to vote by using the Ballot Form:**

1. Please complete and sign the ballot form (no other form or photo copy thereof is permitted) and sent it so as to reach the Scrutinizer appointed by the Board of Directors of the Company, Ms. Anjali Yadav, Practising Company Secretary, (Membership No. FCS No. 6628, CP No. 7257), C/o India Lease Development Limited, MGF House, 4/17-B, Asaf Ali Road, New Delhi – 110002, Email id : anjaliyadav.associates@gmail.com.
2. The Form should be signed by the Member as per the specimen signature registered with the Company/Depositories. In case of joint holding, the Form should be completed and signed by the first named member and in his/her absence, by the next named joint holder. A Power of Attorney (POA) holder may vote on behalf of a Member, mentioning the registration number of the POA registered with the Company or enclosing an attested copy of the POA. Exercise of vote by ballot is not permitted through proxy.
3. In case the shares are held by companies, trusts, societies, etc. the duly completed ballot form should be accompanied by a certified true copy of the relevant Board Resolution/Authorization.
4. Votes should be cast in case of each resolution, either in favour or against by putting the tick (✓) mark in the column provided in the Ballot.
5. The voting rights of shareholders shall be in proportion of the share held by them in the paid up Equity Share Capital of the company as on **September 19, 2017** and as per the Register of Members of the Company.
6. Duly completed ballot form should reach the Scrutinizer not later than **Monday, September 25, 2017** (5.00 p.m. IST). Ballot form received after the said date and time will be strictly treated as if the reply from the Member has not been received.
7. A Member may request for a duplicate ballot form, if so required. However, duly filled in and signed duplicate form should reach the Scrutinizer not later than the date and time specified in Serial No.6 above.
8. Unsigned, incomplete, improperly or incorrectly tick marked ballot forms will be rejected. A form will also be rejected if it is received torn, defaced or mutilated to an extent which makes it difficult for the Scrutinizer to identify either the Member or as to whether the votes are in favour or against or if the signature cannot be verified.
9. The decision of the Scrutinizer on the validity of the ballot form and any other related matter shall be final.
10. The result shall be placed on the Company's website [www.indialease.com](http://www.indialease.com) within two days of the AGM of the Company and communicated to BSE Limited where the shares of the Company are listed.