



CIN: L74140DL1991PLC340407

Regd Off: 817, Antriksh Bhawan, 22 K.G Marg, New Delhi-110001

NOTICE

Notice is hereby given that the 29th Annual General Meeting of the members of IM+ Capitals Limited (L74140DL1991PLC340407) will be held on 29th September 2020 at 3 PM (IST), through Video Conferencing (VC)/ Other Audio Visual Means (OAVM), to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt:
 - a. the Audited Standalone Financial Statement of the Company for the year ended March 31, 2020 together with the Reports of the Board of Directors and Auditors thereon; and
 - b. the Audited Consolidated Financial Statements of the Company for the year ended March 31, 2020 together with the Reports of the Board of Directors and Auditors thereon; and
2. To appoint a director in place of Mrs. Richa Misra (DIN 00405282), who retires by rotation in terms of Section 152(6) of Companies Act, 2013 and being eligible offers himself for re-appointment.

SPECIAL BUSINESS:

3. To regularize the appointment of Mr. Rahul Chaudhary (DIN: 07871105) as Director of the Company and in this regard to consider and if thought fit, to pass with or without modification(s) the following resolution as an Ordinary Resolution:

"RESOLVED THAT Mr. Rahul Chaudhary (DIN: 07871105), who was appointed as an additional director in terms of Section 161 of the Companies Act, 2013 holds the office up to the date of this Annual General Meeting and in respect of whom the company has received a notice from a shareholder of the company under section 160(1) of the Companies Act, 2013 proposing his candidature for the office of the Director be and is hereby appointed as Director of the Company.
4. To regularize the appointment of Mr. Akshay Parmar (DIN: 08562446) as Director of the Company and in this regard to consider and if thought fit, to pass with or without modification(s) the following resolution as an Ordinary Resolution:

"RESOLVED THAT Mr. Akshay Parmar (DIN: 08562446), who was appointed as an additional director in terms of Section 161 of the Companies Act, 2013 holds the office up to the date of this Annual General Meeting and in respect of whom the company has received a notice from a shareholder of the company under section 160(1) of the Companies Act, 2013 proposing his candidature for the office of the Director be and is hereby appointed as Director of the Company.
5. To Consider and if thought fit to pass, the following resolution as a **Special Resolution:**

"RESOLVED THAT pursuant to the provisions of Section 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 and Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014 (including any statutory modifications or re-enactment thereof for the time being in force) read with schedule V of the Companies Act, 2013 and Companies (Appointment and Remuneration of Managerial Personnel) rules, 2014 and subject to the requisite approval if any required, the consent of the Company be and is hereby accorded to the ratification of appointment of Mr. Deepak Kumar Thakur as Manager of the Company for a period of Three years starting from 29/08/2020 to 28/08/2023 on the terms and conditions including remuneration set out in the explanatory statement annexed to the notice convening this meeting, with liberty

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

"RESOLVED FURTHER THAT the board of directors be and are hereby authorized jointly and severally to do all such acts, deeds, matters and things as may be necessary, expedient or desirable to give effect to this resolution and/or to make modification as may be deemed to be in the best interest of the Company."

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

Place: New Delhi
Date: 29/08/2020

Pradeep Misra
Director (Chairman)
DIN: 01386739

NOTES:

1. Considering the present Covid-19 pandemic the Ministry of Corporate Affairs vide its General Circular Nos.14/2020, 17/2020 and 20/2020 dated 8th April, 2020, 13th April, 2020 and 5th May, 2020 respectively ("MCA Circulars") and Securities and Exchange Board of India vide its Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020 ("SEBI Circular") and in compliance with the provisions of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), have permitted convening the Annual General Meeting ("AGM"/"Meeting") through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"), without the physical presence of the members at a common venue. The deemed venue for the AGM shall be the Registered Office of the Company.
2. A Statement under Section 102 of the Companies Act, 2013 ("Act") relating to Item No. 3, 4 & 5 as mentioned above is annexed hereto & as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").
3. A member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote on poll instead of himself / herself and a proxy need not be a member of the Company. Since the AGM is being held through VC/OAVM pursuant to the MCA and SEBI circulars physical Attendance of the members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the AGM. Hence proxy form, attendance slip including route map are not annexed to this notice.
4. The Register of Members and the Share Transfer Books of the Company will remain closed from 23rd September 2020 to 29th September 2020 (both days inclusive), being the date of Book closure.
5. Corporate members are requested to send a duly certified copy of the board resolution /power of attorney authorizing their representatives to attend and vote at the Annual General Meeting, together with duly certified signatures of such representatives.
6. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which the Directors are interested maintained under Section 189 of the Act and therelevant documents referred to in the Notice willbe available electronically for inspection by themembers during the AGM.

All the documents referred to in the Notice will also be available electronically for inspection without any fee by the Members from the date of circulation of this Notice up to the date of the AGM. Members seeking to inspect such documents can send an e-mail to imcapitalslimited@gmail.com.

Members desiring any information mentioned in the Notice, accompanying financial statement other matter required to be place in AGM are requested to write to the Company on or before 21st September 2020 through

email at imcapitalslimited@gmail.com the same will be replied by the company suitably also be prepared to reply to the queries on the day of AGM without consuming precious time.

7. In accordance with the provisions of Section 108 of the Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI Listing Regulations and in view of the aforesaid MCA and SEBI Circulars, the Company has engaged the services of Link Intime (India) Private Limited (LI IPL) to provide the facility of voting by electronic voting system to all the Members to enable them to cast their votes electronically during the AGM in respect of all the businesses to be transacted at the aforesaid Meeting. The facility of casting the votes by the Members using such electronic voting system from a place other than venue of the AGM ("remote e-voting") is also provided by LI IPL.
8. The business set out in the notice will be transacted through electronic voting system and the Company is providing facility for voting by electronic means. Instructions and other information relating to e-voting are given in this notice under Note No. 17. Further the members attending through VC/OAVM are also eligible to vote during AGM Instructions and other information relating to e-voting are given in this notice under Note No. 18
9. VC/OAVM facility provided by the Company, is having a capacity to allow 1000 members to participate at the Meeting on a first-come-first-served basis. However, the large shareholders (i.e. shareholders holding 2% or more shareholding), promoters, institutional investors, Directors, KMPs, the Chairperson of the Audit Committee, Nomination and Remuneration Committee and Stakeholders' Relationship Committee, Auditors etc. may be allowed to attend the Meeting without restriction on account of first-come-first-served principle.
10. Members are requested to notify immediately any change in their address, transfer and transmission of shares, issue of duplicate share certificates, bank mandates, dividend and all other matters relating to the shareholding in the Company may be made directly to the M/s. Link Intime India Private Limited, the Registrar & Share Transfer Agent (RTA) for shares held in physical form and to their respective Depository Participant(s) for shares held in electronic form.
11. Company is providing two way teleconferencing facility for the ease of participation of the members. The instructions for members attending/ participating in the AGM through VC/ OAVM are provided in below mentioned note
- 12.. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company / Registrar & Share Transfer Agent.
13. The securities of the Company are listed on BSE Ltd., Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400 001 and the annual listing fee has been paid to it for the financial year 2020-21.
14. Recorded transcript of the Meeting shall be uploaded on the website of the Company and the same shall also be maintained in safe custody of the Company. The registered office of the company shall be deemed to be the place of Meeting for the purpose of recording of the minutes of the proceedings of this AGM.
15. In compliance with the MCA Circulars and SEBI Circular, Notice of the AGM along with the Annual Report 2019-20 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/Depositories. Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving paperless communication including Annual report, notices, circulars, etc. from the Company electronically. Further Members may note that the Notices and Annual Report shall be available in Company website and on the website of Bombay Stock Exchange.
16. Members attending the Meeting through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act, 2013.
- 17. Process and Manner for Attending the Annual General Meeting through InstaMeet and vote during AGM**

1. Open the internet browser and launch the URL: <https://instameet.linkintime.co.in>
- ◆ Select the "**Company**" and '**Event Date**' and register with your following details: -
 - A. Demat Account No. or Folio No:** Enter your 16 digit Demat Account No. or Folio No
 - Shareholders/ members holding shares in **CDSL demat account shall provide 16 Digit Beneficiary ID**
 - Shareholders/ members holding shares in **NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID**
 - Shareholders/ members holding shares in **physical form shall provide** Folio Number registered with the Company
 - B. PAN:** Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.
 - C. Mobile No.:** Enter your mobile number.
 - D. Email ID:** Enter your email id, as recorded with your DP/Company.
- ◆ Click "Go to Meeting" (You are now registered for Insta Meet and your attendance is marked for the meeting).

Instructions for Shareholders/ Members to Speak during the Annual General Meeting through Insta Meet:

1. Shareholders who would like to speak during the meeting must register their request 3 days in advance with the company on the specific email id created for the general meeting.
2. Shareholders will get confirmation on first cum first basis depending upon the provision made by the client.
3. Shareholders will receive "speaking serial number" once they mark attendance for the meeting.
4. Other shareholder may ask questions to the panellist, via active chat-board during the meeting.
5. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.

Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.

Instructions for Shareholders/ Members to Vote during the Annual General Meeting through Insta Meet:

Once the electronic voting is activated by the scrutinizer/ moderator during the meeting, shareholders/ members who have not exercised their vote through the remote e-voting can cast the vote as under:

1. On the Shareholders VC page, click on the link for e-Voting "Cast your vote"
2. Enter your 16 digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMEET and click on 'Submit'.
3. After successful login, you will see "Resolution Description" and against the same the option "Favour/ Against" for voting.
4. Cast your vote by selecting appropriate option i.e. "Favour/Against" as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'.
5. After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on "Save". A confirmation box will be displayed. If you wish to confirm your vote, click on "Confirm", else to change your vote, click on "Back" and accordingly modify your vote.

6. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note: Shareholders/ Members, who will be present in the Annual General Meeting through InstaMeet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting. Shareholders/ Members who have voted through Remote e-Voting prior to the Annual General Meeting will be eligible to attend/ participate in the Annual General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders / Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/ Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

In case shareholders/ members have any queries regarding login/ e-voting, they may send an email to instameet@linkintime.co.in or contact on: - Tel: 022-49186175.

18. E-VOTING:-

Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time. The Company is pleased to provide E-voting facility through **Link Intime India Private Limited (LI IPL)**, for all shareholders of the Company to enable them to cast their votes electronically on the items mentioned in this notice of the 29th Annual General Meeting of the Company.

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

The instructions for E-Voting are as under:

1. Open the internet browser and launch the URL: <https://instavote.linkintime.co.in>

Those who are first time users of LI IPL e-voting platform or holding shares in physical mode have to mandatorily generate their own Password, as under:

- ◆ Click on "Sign Up" under 'SHARE HOLDER' tab and register with your following details: -

B. User ID: Enter your User ID

- Shareholders/ members holding shares in **CDSL demat account shall provide 16 Digit Beneficiary ID**
- Shareholders/ members holding shares in **NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID**
- Shareholders/ members holding shares in **physical form shall provide** Event No + Folio Number registered with the Company.

B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

C. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)

D. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.

- Shareholders/ members holding shares in **CDSL demat account shall provide either 'C' or 'D', above**
 - Shareholders/ members holding shares in **NSDL demat account shall provide 'D', above**
 - Shareholders/ members holding shares in **physical form** but have not recorded 'C' and 'D', shall provide their Folio number in 'D' above
- ◆ Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter).
 - ◆ Click "confirm" (Your password is now generated).

NOTE: If Shareholders/ members are holding shares in demat form and have registered on to e-Voting system of LIPL: <https://instavote.linkintime.co.in>, and/or voted on an earlier event of any company then they can use their existing password to login.

2. Click on 'Login' under '**SHARE HOLDER**' tab.
3. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on '**Submit**'.
4. After successful login, you will be able to see the notification for e-voting. Select '**View**' icon.
5. E-voting page will appear.
6. Refer the Resolution description and cast your vote by selecting your desired option '**Favour / Against**' (If you wish to view the entire Resolution details, click on the '**View Resolution**' file link).
7. After selecting the desired option i.e. Favour / Against, click on 'Submit'. A confirmation box will be displayed. If you wish to confirm your vote, click on '**Yes**', else to change your vote, click on 'No' and accordingly modify your vote.
8. Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIPL at <https://instavote.linkintime.co.in> and register themselves as '**Custodian / Mutual Fund / Corporate Body**'. They are also required to upload a scanned certified true copy of the board resolution /authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the '**Custodian / Mutual Fund / Corporate Body**' login for the Scrutinizer to verify the same.

If you have forgotten the password:

Click on '**Login**' under '**SHARE HOLDER**' tab and further Click '**forgot password?**'

Enter User ID, select Mode and Enter Image Verification (CAPTCHA) Code and Click on '**Submit**'.

- In case shareholders/ members is having valid email address, Password will be sent to his / her registered e-mail address.
- Shareholders/ members can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above.
- The password should contain minimum 8 characters, at least one special character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter.
- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

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

During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

Shareholders/ members holding multiple folios/demat account shall choose the voting process separately for each of the folios/demat account.

In case shareholders/ members have any queries regarding e-voting, they may refer the **Frequently Asked Questions ('FAQs')** and **InstaVote e-Voting manual** available at <https://instavote.linkintime.co.in>, under Help section or send an email to enotices@linkintime.co.in or contact on: - Tel: 022 -4918 6000.

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

ITEM NO: 3 REGULARISATION OF MR. RAHUL CHAUDHARY (DIN: 07871105) AS DIRECTOR OF COMPANY

Mr. Rahul Chaudhary (DIN: 07871105) who has been appointed as an Additional Director of the Company pursuant to the provision of Section 161(1) of the Companies Act, 2013 effective from 07th February, 2020 holds office up to the date of this Annual General Meeting and is eligible for appointment as a Director.

Mr. Rahul Chaudhary is not disqualified from being appointed as Director in terms of Section 164 of Companies Act, 2013.

Accordingly, the Board recommends the resolution in relation to appointment of Mr. Rahul Chaudhary as Director, for the approval by the shareholders of the Company.

None of the director except Mr. Rahul Chaudhary is interested in this resolution.

ITEM NO: 4 REGULARISATION OF MR. AKSHAY PARMAR (DIN: 08562446) AS DIRECTOR OF COMPANY

Mr. Akshay Parmar (DIN: 08562446) who has been appointed as an Additional Director of the Company pursuant to the provision of Section 161(1) of the Companies Act, 2013 effective from 29th August 2020 holds office up to the date of this Annual General Meeting and is eligible for appointment as a Director.

Mr. Akshay Parmar is not disqualified from being appointed as Director in terms of Section 164 of Companies Act, 2013.

Accordingly, the Board recommends the resolution in relation to appointment of Mr. Akshay Parmar as Director, for the approval by the shareholders of the Company.

Non of the director except Mr. Akshay Parmar interested in this resolution.

ITEM NO:5 APPOINTMENT OF MR. DEEPAK KUMAR THAKUR AS MANAGER OF COMPANY FOR A PERIOD OF 03 (THREE) YEARS

The board of directors of your Company after reviewing the provision of the Section 203 of the Companies Act, 2013 and based on the recommendations of the Nomination and Remuneration committee at their meeting held on 29/08/2020 appointed Mr. Deepak Kumar Thakur, having more than 7 years' experience in Real Estate/IPC sector. He holds expertise in project coordination & operations. Prior to IMCL, he worked for CBRE South Asia Pvt Ltd, New Modern Buildwell Private Limited & Knight Frank India Pvt Ltd. He is MBA – Operations from Sikkim Manipal University.

A summary of material terms and conditions relating to the appointment of Mr. Deepak Kumar Thakur Manager are as follows:

Term : for a period of Three Years starting from 29/08/2020 to 28/08/2023

Remuneration: Gross Salary – Rs. 546780/- (per annum)

Remuneration paid to Mr. Deepak Kumar Thakur is not exceeding the limit provided under Companies Act 2013 , read with schedule V of the Companies Act 2013 as prescribed to be paid in case of inadequate profit.

Mr. Deepak Kumar Thakur doesn't hold any shares of the Company as on date of the Notice.

General Information

Nature of Industry: Finance, asset management and Consultancy Services

Date or Expected Date of commencement of Commercial Business:

At beginning Company was incorporated as Private Company and then Converted to Public Company so Certificate

of Commencement of business not obtained and commercial business was commenced immediately.

In case of new Companies expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: Not Applicable

Financial performance based on given indicators:

The details of financial performance of the Company for the years 2018-19 and 2019-20 are provided in the Annual Report 2020 which accompanies this Notice.

Foreign Investments or collaborations, if any:

The Company has not entered into any material Foreign collaboration and no direct capital investment has been made in the company. Foreign Investors, mainly comprising NRIs, FIIs and/or Foreign Nationals are investors in the Company on account of past issuances of securities/secondary market purchases. The Company has one wholly owned subsidiary (IM+ Investments & Capital Pvt Ltd) as on 31.03.2020.

Information About Appointee

Background details: Mr. Deepak Kumar Thakur has 7 years' experience in Real Estate/IPC sector. He holds expertise in project coordination & operations. Prior to IMCL, he worked for CBRE South Asia Pvt Ltd, New Modern Buildwell Pvt Ltd & Knight Frank India Pvt Ltd. He is MBA – Operations from SMU

Past remuneration Not Applicable

Recognition and awards Not Applicable

Job Profile and his suitability:

Company engaged in financial, investment services & Consultancy Services and Qualification of Mr Deepak Thakur is suitable for the Management of Organisation

Remuneration proposed: Details of proposed remuneration are presented above Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person (in case of expatriates the relevant details would be with respect to the Country of origin):

Remuneration is as per within the provisions of Companies Act, 2013 & is comparable with similar size financing and Investing service Company Pecuniary relationship directly or indirectly with the company or relationship with he managerial personnel if any: No

None of the Director or Key Managerial Personnel except Mr. Deepak Kumar Thakur is interested in this resolution.

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

Place: New Delhi
Date: 29/08/2020

Pradeep Misra
Director (Chairman)
DIN: 01386739

ANNEXTURE TO THE AGM NOTICE

Information Regarding Appointment/Re Appointment of a Director

Name of the Director	Mr. Rahul Chaudhary	Mr. Richa Misra	Mr. Akshay Parmar
DIN	07871105	00405282	08562446
Date of Birth	29/11/1985	06/2/1969	20/10/1991
Date of Appointment	07/02/2020	13/02/2019	29/08/2020
Qualification	Bachelor in Business Administration (BBA)	Graduation	B.tech (IT)
Directorship of other Limited Co as on 31.03.2020	Nil	02	Nil
Chairman/Member of Committees of other Limited co as on 31.03.2020	Nil	2	Nil
Shareholding	Nil	93320 Equity shares	Nil