



Date: 30/08/2018

To,  
The Department of Corporate Affairs,  
Bombay Stock Exchange Limited.,  
P J Towers, Dalal Street,  
Mumbai- 400001

**Sub. : Intimation Regarding 26<sup>th</sup> AGM and Book Closure.**  
**Ref. : ISIN – INE420B01028**

Dear Sir/Madam,

This is to inform you that as per Regulation 42 of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirement) Regulation 2015, the Board of Directors of the Company has decided that:

The Register of Member and Share Transfer Book of the Company will remain closed from Wednesday, September 19<sup>th</sup>, 2018 to Tuesday, September 25<sup>th</sup>, 2018 (both days inclusive) for the purpose of Payment of Dividend and Annual General Meeting.

Further, 26<sup>th</sup> Annual General Meeting of the Members of the Company will be held on Tuesday, September 25<sup>th</sup>, 2018 at 12:30 P.M. at Lemon Tree Hotel, 3, RNT Marg, Indore, (M. P.)


We are enclosing herewith Notice of Annual General 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**



**ARIHANT CAPITAL MARKETS LTD.**  
Member of NSE, BSE, MSEI, NSDL, CDSL

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**NOTICE**

Notice is hereby given that the **TWENTY SIXTH ANNUAL GENERAL MEETING (AGM)** of the members of **ARIHANT CAPITAL MARKETS LIMITED (CIN:L67120MP1992PLC007182)** will be held on **Tuesday, 25<sup>th</sup> September, 2018 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>, 2018 and the Reports of the Board of Directors and Auditors Report thereon.
2. To declare Dividend for the Financial Year 2017-18.
3. To appoint a director in place of Mr. Pavan Kumar Ved (DIN:02055767), who retires by rotation and being eligible offers himself for re-appointment.
4. To consider and if thought fit, to pass the following resolution as an ordinary resolution:

To rectify the appointment of M/s Dinesh Ajmera & Associates (Firm Registration no. 011970C) as the Statutory Auditor of the Company and to consider and if thought fit, to pass 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 pursuant to the resolution passed by the Members at the Twenty Fifth Annual General Meeting (AGM) held on 09<sup>th</sup> September, 2017 appointing M/s Dinesh Ajmera & Associates (Firm Registration no. 011970C) as a Statutory Auditor to hold office from the conclusion of the 25<sup>th</sup> AGM till the conclusion of 30<sup>th</sup> AGM of the Company, the consent of the members, be and is hereby accorded, to ratify their appointment as Auditors of the Company, to hold office from the conclusion of this AGM till the Conclusion of the 30<sup>th</sup> AGM of the Company on such remuneration plus applicable service tax and reimbursement of out of pocket expenses incurred during the course of the audit, of accounts of the Company for the financial year ending March 31, 2018 as may be mutually agreed between the Board of Directors and the Auditors.”

**SPECIAL BUSINESS**

**5. RE-APPOINTMENT OF MRS. ANITA S. GANDHI (DIN : 02864338) AS A WHOLE TIME DIRECTOR OF THE COMPANY:**

To Consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

**“RESOLVED THAT** subject to the provisions of Sections 196, 197, 203 and all other applicable provisions of the Companies Act, 2013 (the Act) (including any statutory modification or re-enactment thereof for the time being in force) read with Schedule V of the Act and subject to such approvals, permissions and sanctions, as may be required, and subject to such conditions and modifications, as may be prescribed or imposed by any of the authorities in granting such approvals, permissions and sanctions, approval of the Company be and is hereby accorded for the re-appointment of Mrs. Anita Surendra Gandhi (DIN : 02864338), Whole Time Director of the Company for a period of two year with effect from 1<sup>st</sup> February, 2018.

**RESOLVED FURTHER THAT** the Salary and Perquisites (including allowances) payable or allowable to the Whole Time Director be as follows:

1. Basic Salary ₹ 2,09,000 per month.
2. Housing: Furnished/Unfurnished accommodation or House Rent Allowance in lieu thereof not exceeding 40% of the Basic salary.
3. Conveyance: company will reimburse actual conveyance and traveling expenses incurred.
4. Performance Pay: Such amount as may be determined by the Nomination and Remuneration Committee, not exceeding 2 times of the basic salary.
5. Mrs. Gandhi prior to her appointment as Whole Time Director in the Company, in her capacity as an employee of the Company. She shall be eligible for Stock Options, as and when the event happens.  
Provided that the remuneration payable by way of salary, perquisites, performance pay, other allowances and benefits does not exceed the limits laid down in Section 197 of the Companies Act, 2013, including any statutory modifications or re-enactment thereof

**RESOLVED FURTHER THAT** notwithstanding anything herein, where in any financial year during the tenure of the Whole Time Director, the Company has no profits or its profits are inadequate, the Company may pay to the Whole Time Director, the above remuneration as the minimum remuneration by way of salary, perquisites, performance pay, other allowances and benefits as specified above subject to receipt of the requisite approvals, if any.

**RESOLVED FURTHER THAT** the nature of employment of the Whole Time Director with the Company shall be contractual and services can be discontinued by giving one month's notice from either party.

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board of Directors of the Company (hereinafter referred to as the 'Board' which term shall be deemed to include Nomination and Remuneration Committee thereof, for the time being exercising the powers conferred on the Board by this Resolution) be and is hereby authorized to vary, increase, enhance, or widen from time to time the terms of appointment and remuneration of the Whole Time Director and do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, proper or desirable and to settle any questions, difficulties or doubts that may arise in this regard and further to execute all necessary documents, applications, returns and writings as may be necessary, proper, desirable or expedient.

**RESOLVED FURTHER THAT** Mrs. Anita S. Gandhi shall not be entitled to any sitting fees for attending meetings of the Board and/or Committee of Directors her office shall be liable to determination by retirement of Directors by rotation.

**6. RE-APPOINTMENT OF MR. ASHOK KUMAR JAIN (DIN:00184729) AS A MANAGING DIRECTOR OF THE COMPANY:**

To Consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

**“RESOLVED THAT** pursuant to the provisions of Section 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule V to the Companies Act, 2013 and Articles of Association of the company and subject to the approval of Central Govt. or other Govt. Authority /agency/ aboard, if any, the consent of the members of the company be and is hereby accorded to re-appointment of Mr. Ashok Kumar Jain (DIN:00184729) as a Chairman and Managing Director of the Company for a period of three years with effect from 1<sup>st</sup> August 2018 to 31<sup>st</sup> July 2021, on the terms and conditions and remuneration as set out in the agreement entered into between the Company and Mr. Ashok Kumar Jain, a copy whereof is placed before the meeting duly initialed for the purpose of identification, which agreement is hereby specifically approved and sanctioned with authority to the Board of Directors to alter and vary the terms and conditions of the said appointment and/or agreement (including authority, from time to time, to determine the amount of salary and variable pay as also the type and amount of perquisites and other benefits payable to Mr. Ashok Kumar Jain), in such manner as may be agreed to between the Board of Directors and Mr. Ashok Kumar Jain provided however that the remuneration payable to Mr. Ashok Kumar Jain shall not exceed the limits specified in the said agreement as also the limits prescribed under schedule V to the Companies Act, 2013, including any amendment, modification, variation or re-enactment thereof;

**FURTHER RESOLVED THAT** in the event of loss or inadequacy of profits in any financial year, the Company subject to requisite approvals, may pay to Managing Director, by way remuneration including commission, perquisites and allowances which shall not exceed the amount as may be agreed and decided by the Board of Directors of the Company.

**FURTHER RESOLVED THAT** for the purpose of giving effect to this resolution, the Board be and is hereby authorized to do all such acts, deeds, matters and things as it may, in its absolute discretion deem desirable, necessary, expedient, usual or proper to implement this resolution.

**FURTHER RESOLVED THAT** Mr. Ashok Kumar Jain shall not be subject to retirement by rotation as per Articles of Association of the company during his tenure as Chairman and Managing Director. However, due to compulsion of provisions of the Companies Act, 2013, if he has to retire by rotation and reelected, then such re-appointment of the Managing Director of the company due retirement by rotation shall not constitute a break in his office as a Managing Director of the company.

**FURTHER RESOLVED THAT** on the recommendation of the Remuneration Committee, the Board of Directors do hereby approve re-appointment of Mr. Ashok Kumar Jain as Managing Director for a further period of three years with effect from 1<sup>st</sup> August, 2018, subject to the approval of the shareholders in the AGM on the following material terms and conditions of the agreement as follows:

1. Duties and Responsibility : Subject to the superintendence, control and overall direction of the Board of directors of the company, The Managing Director shall have the power of general conduct and management of the whole of business and affairs of the company except in the matter which may be specifically required to be done by the board either as per the provisions of the Companies Act, 2013 or by the articles of association of the company and the managing director shall also exercise and perform such powers and duties as the board of the directors of the company may from time to time determine and shall also do and perform all other acts and things which in the ordinary course of business he may be consider necessary or proper or in the interest of the company.
2. Period of Agreement: Three years from August 1, 2018 to July 31, 2021.
3. Remuneration: ₹ 5 Lacs per month.

Managerial Remuneration shall not include:

Contribution to Provident Fund/Superannuation or Annuity Fund

Gratuity payable

Leave encashment

4. Commission: He shall be paid commission on the net profit (subject to a maximum of 10% ) as may be determined by the Board or Committee thereof from time to time, subject to maximum remuneration permissible of The Companies Act, 2013, or Schedule V thereto as may be applicable.
5. Other terms and conditions, including perquisites : As laid down in the agreement.
6. The Managing Director shall be entitled to reimbursement of all actual expenses or charges including travel, entertainment or other out-of-pocket expenses incurred by him for and on behalf of the Company, in furtherance of its business and objects.
7. The terms and conditions of the said appointment may be altered, enhanced or varied from time to time by the Board as it may, in its discretion, deem fit.
8. The aforesaid appointments are subject to termination with 3 months notice from either side.
9. For the purposes of calculating the value of perquisites, the same shall be evaluated as per Income Tax Rules, 1962, wherever applicable or at actual cost.
10. The Managing Director shall not be entitled to receive any fees for attending meetings of the Board/Committee.

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

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

**Place: Indore**

**Dated: 11<sup>th</sup> August, 2018**

**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 Wednesday, 19<sup>th</sup> September, 2018 to Tuesday, 25<sup>th</sup> September, 2018 (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 30<sup>th</sup> September, 2018 to the members.
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:
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, 2011, 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, 2018. Members, who have not yet encashed their dividend warrants for the financial year ended 31<sup>st</sup> March, 2011 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.

Pursuant to the provisions of section 124(6) of the Companies Act, 2013 read with Rule 6 of the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (as amended from time to time) (IEPF Rules), during the financial year 2017-2018 the Company has transferred 44,441 Equity shares which belongs to total 78 shareholders whose dividend of financial year 2009-10 was not been paid or claimed for 7 consecutive years or more as on the due date of transfer to the demat account of IEPF Authority.

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. to 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 2017-18 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 26<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 Central Depository Services (India) Limited (CDSL). 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.

**ANNEXURE TO NOTICE  
EXPLANATORY STATEMENT AS REQUIRED BY SECTION 102 OF THE COMPANIES ACT, 2013 ('THE ACT').**

**Item No.5**

Mrs. Anita Surendra Gandhi has a wide experience in the field of finance including corporate finance, primary market and secondary market research. She was actively involved in the financial affairs of the company including working capital arrangements, term loan syndication, commercial paper placements, credit rating of the company and public issue of the Company. She is a member of The Institute of Chartered Accountants of India and a member of The Institute of Cost and Works Accountants of India. The Board, subject to requisite approvals and in accordance with the recommendations of the remuneration committee, approved the re-appointment and remuneration payable to Mrs. Gandhi for a period of two year from 1<sup>st</sup> February, 2018

The Board is of the view that the knowledge and experience of Mrs. Gandhi will be beneficial and valuable to the Company, and therefore, recommends her re-appointment as Whole-Time Director of your Company.

Your Directors recommend this resolution as an ordinary resolution for approval of the members.

A brief profile of Mrs. Anita S. Gandhi is enclosed at the end of this notice.

Apart from Mrs. Anita Surendra Gandhi, no other Director is deemed to be concerned or interested in this item of business.

**Item No.6**

Mr. Ashok Kumar Jain is one of the promoters and founder of the Company. It is under his vision that the Company has achieved the current levels. Considering the overall performance and growth of the company under his dynamic leadership and based on the recommendation of the remuneration committee, the board of directors has approved the re-appointment of Mr. Ashok Kumar Jain as Managing Director of the Company for a further period of three years with effect from 1<sup>st</sup> August 2018, subject to the approval of the shareholders in a AGM. The terms of appointment, including remuneration, have also been approved by the remuneration committee of the Company. The material terms and conditions of the agreement are as follows:

1. The Managing Director shall, subject to the supervision and control of the Board of Directors; carry out such duties as may be entrusted to him by the Directors and shall exercise such powers as are delegated to him by the Board of Directors.
2. Period of Agreement : Three years from August 1, 2018 to July 31, 2021.
3. Remuneration :
  - a) Basic Salary: ₹ 5 Lacs per month.
  - b) Managerial Remuneration shall not include:
    - i. Contribution to Provident Fund/Superannuation or Annuity Fund
    - ii. Gratuity payable
    - iii. Leave encashment

Except Mr. Ashok Kumar Jain and Mr. Sunil Kumar Jain, none of the other Directors is interested in this resolution. A brief profile of Mr. Ashok Kumar Jain is enclosed at the end of this notice.

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

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

**Place: Indore**  
**Dated: 11<sup>th</sup> August, 2018**

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

Particulars	Mr. Ashok Kumar Jain	Mr. Pavan Kumar Ved	Mrs. Anita Surendra Gandhi
DIN No.	00184729	02055767	02864338
Date of Birth	March 01, 1954	August 12, 1954	December 11, 1963
Date of Appointment	June 25, 1992	February 12, 2016	January 30, 2010
Qualifications	M.Com, CA,	M.Com, M.A. (Eco), LLB, CS, CMA	B.Com, CA, ICWA
Expertise in Specific functional Area	He is the promoter director of the company and has more than 34 years of reach experience in the field of financial services, merchant banking and securities broking.	More than 32 years of rich experience in Income Tax Department.	Wide experience in primary and secondary market research.
Directorship held in other public companies (excluding private companies, foreign companies and section 8 companies)	6	Nil	Nil
Memberships/ Chairmanship of Committees of other public companies (includes only Audit Committee and Stakeholders Relationship Committee)	Nil	Nil	Nil
No. of shares held in the company	6063040	Nil	Nil

**AGM Venue Map - Lemon Tree Hotel**



## SHARE HOLDER 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 Central Depository Services (India) Limited (CDSL).

- The facility for voting either through electronic voting system or through ballot / polling paper shall also be made available at the venue of the 26<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
- 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.
- The remote e-voting period commences on 22<sup>nd</sup> September, 2018 (9:00 am) and ends on 24<sup>th</sup> September, 2018 (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 18<sup>th</sup> September, 2018, may cast their vote by electronically
- The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- The instructions for Members for voting electronically are as under:-

### (A) In case of Members receiving e-mail:

**Step 1:** Open your web browser during the voting period and log on to the e-voting website: [www.evotingindia.com](http://www.evotingindia.com)

**Step 2:** Now click on "Shareholders" to cast your votes.

**Step 3:** Now, fill up the following details in the appropriate boxes:

User-ID	a) For CDSL: 16 digits Beneficiary Id
	b) For NSDL: 8 Character DP ID followed by 8 Digits Client Id
	c) Members holding shares in physical form should enter the Folio Number registered with the Company

**Step 4:** Next, enter the Image Verification as displayed and Click on Login.

If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.

**Step 5:** If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
<b>PAN</b> (Permanent Account Number)	Enter your 10 digit alpha —numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>Members who have not updated their PAN with the Company/Depository Participant are (Permanent requested to use the first two letters of their name and the last 8 digits of the demat account/folio number in the PAN field. Account Number)</li> <li>In case the folio 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 SURESH Kumar with folio number 100 then enter SU00000100 in the PAN Field.</li> </ul>
<b>DOB</b> (Date Of Birth)	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format
<b>Dividend Bank details#</b>	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the number of shares held by you as on the cutoff date in the Dividend Bank details field.

# Please enter the DOB or Dividend Bank Details in order to login.

**Step 6:** After entering these details appropriately, click on "SUBMIT" tab.

**Step 7:** 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.

**Step 8:** For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

**Step 9:** Click on the EVSN for the relevant <ARIHANT CAPITAL MARKETS LIMITED> on which you choose to vote.

**Step 10:** Click On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

**Step 11:** Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.

**Step 12:** 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.

Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.

**Step 13:** You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page. If Demat account holder has forgotten the changed password then Enter the user ID and the image verification code and click on Forgot Password and enter the details as prompted by the System.

**Step 14:** Note for Non – Individual Shareholders and Custodians

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.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 a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](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.

**(B) In case of Members receiving physical copy:**

Please follow all steps from step 1 to step 14 above to cast vote.

6. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
7. 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.
8. The company has appointed Mr. Virendra G. 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.
9. 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.
10. 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.
11. The Results declared along with the report of the Scrutinizer's shall be displayed at the Registered 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 CDSL after the same is declared by the Chairman/authorized person. The Results shall also be simultaneously forwarded to the Bombay stock exchange, Mumbai.

# Arihant Capital Markets Ltd.

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 : \_\_\_\_\_  
Email ID : \_\_\_\_\_  
Folio No. / Client ID No. : \_\_\_\_\_ DP ID 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: \_\_\_\_\_  
\_\_\_\_\_  
Signature: \_\_\_\_\_

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Twenty Sixth Annual General Meeting of the company to be held on **Tuesday, 25<sup>th</sup> September, 2018 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> , 2018, and the Reports of the Board of Directors and Auditors Report thereon.
2	Declaration of dividend for the financial Year 2017-2018.
3	Re-appointment of Mr. Pavan Kumar Ved (DIN : 02864338), Director retiring by rotation.
4	Rectification of Appointment of Auditors and fixing their remuneration.

### Special Business

Resolution No.	Resolutions
5	Re-appointmen of Mrs. Anita S. Gandhi as a Whole Time Directors of the Company.
6	Re-appointment of Mr. Ashok Kumar Jain as a Managing Director of the Company.

Signed this ..... day of ..... 2018

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.

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

## ATTENDANCE SLIP

(To be presented at the entrance)

**26<sup>th</sup> Annual General Meeting on 25<sup>th</sup> September, 2018 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