



## **NOTICE**

**NOTICE** is hereby given that the 24<sup>th</sup> Annual General Meeting of IIFL WEALTH FINANCE LIMITED (CIN: U65990MH1994PLC080646) will be held on Friday, July 30, 2018 at IIFL Centre, Kamala City, Senapati Bapat Marg, Lower Parel (West), Mumbai – 400013 at 10 A.M to transact the following business:

### **Ordinary Business:**

- 1. To consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2018, and reports of Board of Directors and the Auditors' thereon.**
- 2. To appoint a Director in place of Mr. Shantanu Rastogi (DIN: 06732021), who retires by rotation and being eligible, offers himself for reappointment.**
- 3. To ratify the appointment of M/s. Deloitte Haskins & Sells LLP, Chartered Accountants, as Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next AGM to be held in the year 2019:**

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

**“RESOLVED THAT** pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder, as amended from time to time, the Company hereby ratifies the appointment of M/s. Deloitte Haskins & Sells LLP, Chartered Accountants, Mumbai, (registration number 117366W/W-100018), as Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) until the conclusion of the next Annual General Meeting to be held in the year 2019 at such remuneration as may be mutually agreed between the Board of Directors of the Company and the Auditors.”

### **Notes:**

- A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and a proxy need not to be a member of a company. The Instrument appointing a proxy should be deposited at the registered office of the company not less than forty eighty-hours before the commencement of meeting.
- Corporate Members intending to send their authorized representatives to attend the Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company, a certified copy of the relevant Board Resolution together with their respective specimen signatures authorizing their representative(s) to attend and vote on their behalf at the Meeting.
- In terms of Section 152 of the Companies Act, 2013, Mr. Shantanu Rastogi (DIN-06732021), Director, retire by rotation at the Meeting and being eligible, offers themselves for their re-appointment. The Board of Directors of the Company recommends their re-appointment. Brief resume of Mr. Shantanu Rastogi is as under:

Name of the Director	Mr. Shantanu Rastogi
DIN	06732021
Date of Birth	26/03/1979
Date of first appointment on the Board	26/07/2016
Qualifications	Indian Institute of Technology, M.B.A. (Wharton School )

## **IIFL WEALTH FINANCE LIMITED**

(FORMERLY KNOWN AS CHEPHIS CAPITAL MARKETS LIMITED)

### **CORPORATE & REGD. OFFICE:**

6<sup>TH</sup> FLOOR, IIFL CENTRE, KAMALA CITY, SENAPATI BAPAT MARG,  
LOWER PAREL, MUMBAI - 400 013. INDIA

TEL: (91-22) 3958 5600 | FAX: (91-22) 4646 4706

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Expertise	Mr. Shantanu Rastogi works from General Atlantic's Mumbai office where he focuses on investments in the Internet & Technology, Retail & Consumer and Health care sectors in India. He serves on Board of Directors of Various Companies. He has worked as Principal at Apax Partners. He was a Consultant at McKinsey & co. in Mumbai.
Number of Meetings of the Board attended during the year	5
List of Directorship / Membership /Chairmanship of Committees of other Board	Mr. Shantanu Rastogi is Director in following companies: House of Anita Dongre Limited IIFL Wealth Finance Limited Absolute Barbeque Private Limited Trustee in Swasth Foundation
Shareholding in IIFL Wealth Finance Limited	Nil
Relationship between directors inter-se	NA
Terms and Conditions of appointment	NA

- d. Members are requested to bring their attendance slips duly completed and signed mentioning therein details of their DP ID and Client ID/ Folio No.
- e. Relevant documents referred to in the accompanying Notice are open for inspection by the members at the Registered Office of the Company on all working days, except Saturdays and Sundays (including Public Holidays), during business hours up to the date of the Meeting.

**By Order of the Board of Directors,  
For IIFL WEALTH FINANCE LIMITED**

-Sd-

**Manoj Gujran**  
**Company Secretary**  
**Membership No: ACS 22201**  
**Registered Office:** 6<sup>th</sup> Floor, IIFL Centre,  
 Kamala City, Lower Parel, Mumbai – 400 013  
**CIN:** U65990MH1994PLC080646  
**E-mail:** [nbc-compliance@iiflw.com](mailto:nbc-compliance@iiflw.com)  
**Telephone No.:** +91-22-39585600  
**Dated: May 03, 2018**  
**Place: Mumbai**

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**ATTENDANCE SLIP**

PLEASE FILL THE ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL.

Joint shareholders may obtain additional slips on request.

Master Folio No:	
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NAME AND ADDRESS OF SHAREHOLDER: \_\_\_\_\_

NAME OF PROXYHOLDER: \_\_\_\_\_

NO. OF SHARES HELD: \_\_\_\_\_

I hereby record my presence at the 24<sup>th</sup> Annual General Meeting of IIFL WEALTH FINANCE LIMITED will be held on July 20, 2018, at IIFL Centre, Kamala City, Senapati Bapat Marg, Lower Parel (West), Mumbai – 400013, Maharashtra.

Signature of the Shareholder or Proxy \_\_\_\_\_

**Notes:**

(1) Members/ Proxy holders are requested to produce the attendance slip duly signed for admission to the Meeting hall.

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**Form No. MGT-11**

PROXY FORM

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN: U65990MH1994PLC080646

Name of the Company: **IIFL WEALTH FINANCE LIMITED**

Registered Office: 6<sup>th</sup> floor, IIFL Centre, Senapati Bapat Marg, Lower Parel ( West ), Mumbai – 400 013

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

I/We \_\_\_\_\_ being member(s) of \_\_\_\_\_ shares of the above-named company, hereby appoint

Name: \_\_\_\_\_

Address: \_\_\_\_\_

E-mail ID: \_\_\_\_\_

Signature: \_\_\_\_\_ or failing him \_\_\_\_\_

Name: \_\_\_\_\_

Address: \_\_\_\_\_

E-mail ID: \_\_\_\_\_

Signature: \_\_\_\_\_ or failing him \_\_\_\_\_

As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 24<sup>th</sup> ANNUAL GENERAL MEETING of the members of **IIFL WEALTH FINANCE LIMITED** to be held on Friday, July 20, 2018 at IIFL Centre, Kamala City, Senapati Bapat Marg, Lower Parel (West), Mumbai – 400013, Maharashtra, and at any adjournment thereof, in respect of such resolutions as are indicated below:

**ORDINARY BUSINESS:**

- To consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2018, and reports of Board of Directors and the Auditors' thereon.**
- To appoint a Director in place of Mr. Shantanu Rastogi (DIN: 06732021), who retires by rotation and being eligible, offers himself for reappointment.**

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- 3. To ratify the appointment of M/s. Deloitte Haskins & Sells LLP, Chartered Accountants, as Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next AGM to be held in the year 2019.**

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2018

Signature of Shareholder: \_\_\_\_\_

Signature of Proxy holder(s): \_\_\_\_\_

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

Affix revenue stamp

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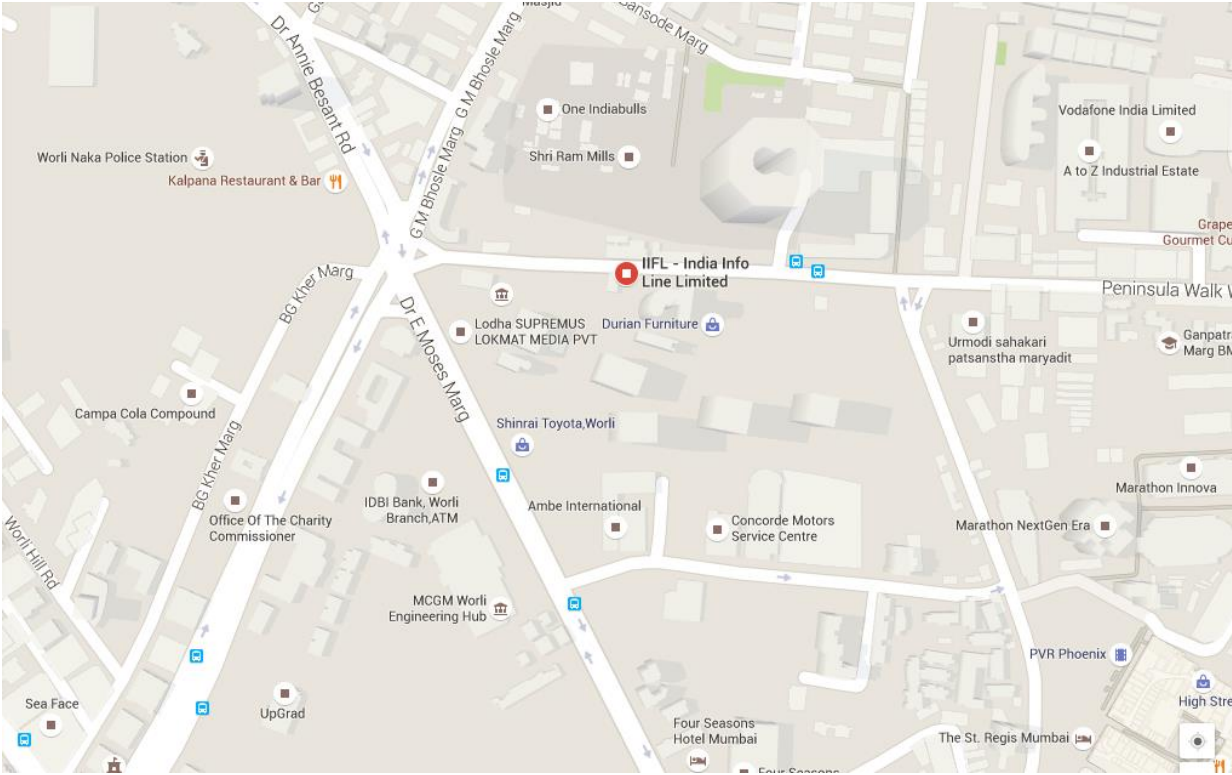
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## Route Map



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