



NOTICE OF 13TH ANNUAL GENERAL MEETING OF INDIA MORTGAGE GUARANTEE CORPORATION PRIVATE LIMITED

Notice is hereby given that the 13th Annual General Meeting of the members of India Mortgage Guarantee Corporation Private Limited ("Company") will be held on **Tuesday, August 20, 2019** at its office located at Unit No. 405, 4th floor, World Trade Tower, C -1, Sector 16, Noida - 201301 at **02.00 p.m.** to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the financial statement of the Company for the year ended on March 31, 2019 including the Audited Balance Sheet as at March 31, 2019 and the Statement of the Profit & Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.

SPECIAL BUSINESS:

2. **To consider and approve appointment of Mr. Harun Rasid Khan (DIN: 7456806) as a Director on the Board of the Company**

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

"RESOLVED THAT pursuant to the provisions of Section 152 & 161 of the Companies Act, 2013 read with related rules issued thereon including any statutory modification(s) and amendment(s) thereof and Articles of Association of the Company, Mr. Harun Rasid Khan (DIN: 07456806), who was appointed as an Additional Director of the Company with effect from June 01, 2019, be and is hereby appointed as a Director of the Company.

RESOLVED FURTHER THAT any Director of the Company and Chief Executive Officer of the Company be and is hereby authorised to do such acts, deeds, matters and things as may be required to give effect to the above resolution including filing with the Registrar of Companies and other statutory authorities, as may be considered necessary."

**By order of the Board of Directors
For India Mortgage Guarantee Corporation Private Limited**

**Sunil Bihari Mathur
Chairman
DIN: 00013239**

Place: Gurgaon
Dated: July 19, 2019



Notes:

1. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 with respect to the item of special business is annexed hereto.
2. Members of the Company being body corporate are entitled to appoint their authorised representatives to attend and vote at the meeting as per Section 113 of the Companies Act, 2013.
3. A member/authorised representative entitled to attend and vote is entitled to appoint proxy to attend and vote on behalf of the Company and such proxy need not to be a member of the Company. The instrument of proxy in order to be effective should be deposited at the registered office of the Company not later than 48 hours before the commencement of the Annual General Meeting.
4. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing such representative to attend and vote on their behalf at the Meeting.
5. The relevant Statutory Registers along with all other documents referred herein in this Notice will be available for inspection by the members at the ensuing Annual General Meeting and such Registers or copies thereof will also be available for inspection in physical form on all working days except Saturday, during business hours at the Registered office, upto the date of ensuing Annual General Meeting of the Company.
6. The route map of the venue of Annual General Meeting form part of this Notice.

**By order of the Board of Directors
For India Mortgage Guarantee Corporation Private Limited**

**Sunil Bihari Mathur
Chairman
DIN: 00013239**

Place: Gurgaon
Dated: July 19, 2019



EXPLANATORY STATEMENT PURSUANT TO THE PROVISIONS OF SECTION 102 OF THE COMPANIES ACT, 2013

Item No.2

Mr. Harun Rasid Khan (DIN: 7456806) was appointed as an Additional Director of the Company with effect from June 01, 2019, in accordance with the provisions of Section 161 of the Companies Act, 2013 read with related rules issued thereon and Articles of Association of the Company.

In accordance with the provisions of Section 161 of the Companies Act, 2013, the above-mentioned director shall hold office only upto the date of ensuing Annual General Meeting of the Company.

The Board is of the view that the appointment of Mr. Harun Rasid Khan (DIN: 7456806) on the Company's Board as Director is desirable as per the nomination of Asian Development Bank (Shareholder) and hence it recommends the said **Resolution No. 2** for approval of the members of the Company.

Mr. Harun Rasid Khan is about 65 years old, holding master's degree in political science. He is not holding shares in the Company and is not related to any Director of the Company. Further, Mr. Khan is having directorship in few companies and necessary disclosure is provided in this regard. He has not attended any meeting of the company as on date.

None of the Directors/Key Managerial Personnel's of the Company/their relatives, except Mr. Khan is in any way concerned or interested in the said resolution.

The Board recommend the said resolution to be passed as an ordinary resolution.

**By order of the Board of Directors
For India Mortgage Guarantee Corporation Private Limited**

**Sunil Bihari Mathur
Chairman
DIN: 00013239**

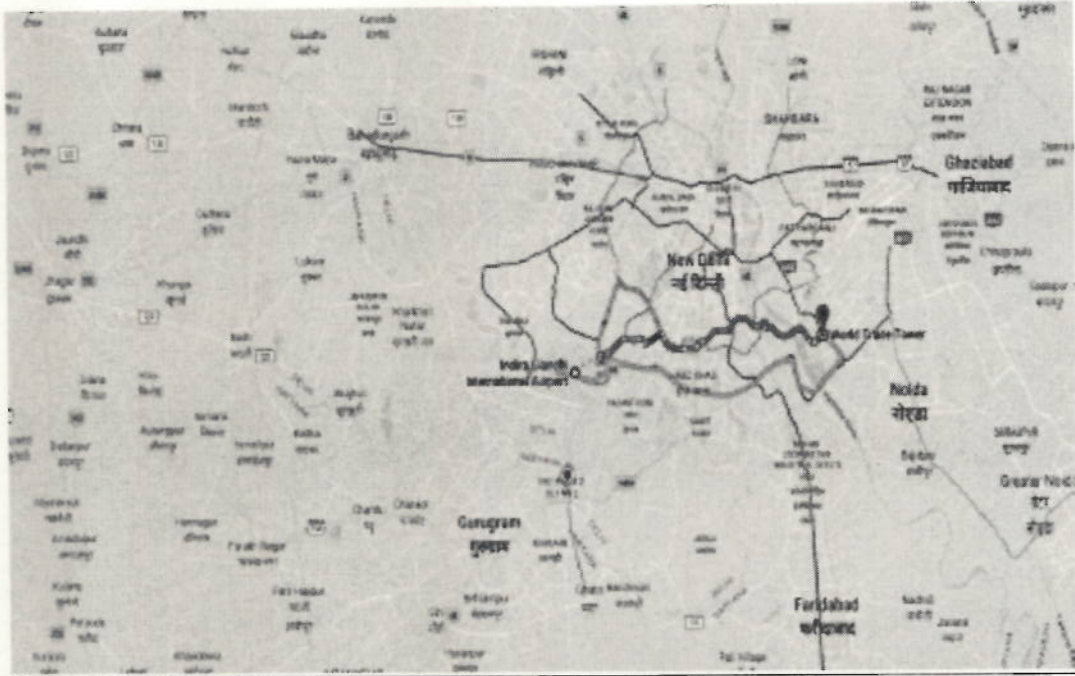
Place: Gurgaon
Dated: July 19, 2019



IMGC

ROUTE MAP TO THE VENUE OF THE ANNUAL GENERAL MEETING

Office: Unit No. 405, 4th floor, World Trade Tower, C -1, Sector 16, Noida - 201301



India Mortgage Guarantee Corporation Pvt. Ltd.

1st Floor, Tower A, DLF Building 9, DLF Phase III, Gurgaon - 122 002, Haryana, India
Tel: +91-124-465 4900 Fax: +91-124-421 8510 Web: www.imgc.com

Registered Office: A47, Lower Ground Floor, Haus Khas, New Delhi - 110 016
CIN U65922DL2006FTC153640



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: U65922DL2006FTC153640

Name of the Company: India Mortgage Guarantee Corporation Private Limited

Registered office: A-47, Lower Ground Floor, Haus Khas, New Delhi - 110016

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

I/ We being the member of India Mortgage Guarantee Corporation Private Limited, holding.....shares, hereby appoint

1. Name:

Address:

E-mail Id:

Signature:, or failing him

2. Name:

Address:

E-mail Id:

Signature:,

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at Thirteenth Annual General Meeting of members of the Company, to be held on **Tuesday, August 20, 2019** at its office located at Unit No. 405, 4th floor, World Trade Tower, C -1, Sector 16, Noida - 201301 at **02.00 p.m.** and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No. 1 – Ordinary Business

Consideration and adoption of the financial statement of the Company for the year ended March 31, 2019 including Audited Balance Sheet as at March 31, 2019 and the Statement of the Profit & Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.

Resolution No. 2 – Special Business

To consider and approve appointment of Mr. Harun Rasid Khan (DIN: 7456806) as a Director on the Board of the Company

Signed this day of..... 2019

Signature of Shareholder

Signature of Proxy holder(s)

Affix Revenue Stamp

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, before the commencement of the Meeting.

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INDIA MORTGAGE GUARANTEE CORPORATION PRIVATE LIMITED

Registered Office: A-47, Lower Ground Floor, Hauz Khas, New Delhi 110016

CIN: U65922DL2006FTC153640

ATTENDANCE SLIP

I hereby record my presence at the Thirteenth Annual General Meeting of members of the Company, to be held on **Tuesday, August 20, 2019** at its office located at Unit No. 405, 4th floor, World Trade Tower, C -1, Sector 16, Noida - 201301 at **02.00 p.m.**

Folio No./DP ID-Client ID

Full Name of the Shareholder in Block Letters

No. of Shares held:

Name of Proxy (if any) in Block Letters:

Signature of the Shareholder/Proxy/Representative*

** Strike out whichever is not applicable.*

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