

INTERNATIONAL DATA MANAGEMENT LIMITED

CIN L72300DL1977PLC008782

Regd. Office: 806, Siddhartha, 96, Nehru Place, New Delhi-110019

Email: idmcomplianceofficer@gmail.com; Tel. 011-26444812

Website: www.idmlimited.in

NOTICE

NOTICE is hereby given that the Thirty Ninth Annual General Meeting of the Members of International Data Management Limited will be held on Wednesday, 21st September, 2016 at 3:30 P.M. at Lok Kala Manch, 20, Institutional Area, Lodhi Road, New Delhi - 110003 to transact the following business.

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited Balance Sheet of the Company as at 31st March, 2016 the Profit and Loss Account for the year ended on that date (i.e. for nine months from 1st July, 2015 to 31st March, 2016) together with the reports of the Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Sunil Kumar Srivastava (DIN 00259961), who retires by rotation and, being eligible, offers himself for re-appointment.
3. To ratify the appointment of Statutory Auditors to hold office from the conclusion of this Annual General Meeting until the conclusion the next Annual General Meeting and to authorise the Board of Directors to fix the remuneration. M/s S D Chopra & Associates (FRN 003789N), Chartered Accountants, the Auditors are eligible for re-appointment and in this regard to consider

and if thought fit, to pass with or without modification, the following resolution as :

“RESOLVED THAT pursuant to the provisions of Sec. 139 and all other applicable provisions of Companies Act, 2013 (the “Act”) read with Rule 3(7) of the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the Company hereby ratifies the appointment of M/s SD Chopra & Associates, Chartered Accountants (Firm Registration No. - 003789N), as the statutory auditor of the Company to hold office from the conclusion of the 39th Annual General Meeting until the conclusion of 40th Annual General Meeting on such remuneration as may be determined by the Board of Directors.”

By Order of the Board

For **International Data Management Limited**

Place: New Delhi
Date: 27th July, 2016

Nishant Rana
Company Secretary
ACS 27652
1183, VPO Bijwasan,
New Delhi - 110061

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 THE PROXY NEED NOT BE A MEMBER. A BLANK PROXY FORM IS ENCLOSED FOR USE BY MEMBERS, IF REQUIRED. THE PROXY FORM DULY SIGNED ACROSS THE REVENUE STAMP SHOULD BE SUBMITTED TO THE COMPANY'S REGISTERED OFFICE AT LEAST 48 HOURS BEFORE THE TIME OF THE MEETING.

- B. Register of Members and Share Transfer Books of the Company shall remain close on Book Closure Dates i.e. from Thursday, 15th September, 2016 to Wednesday 21st September, 2016 (both days inclusive)
- C. During the period commencing 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided that not less than three day notice in writing is given to the Company.
- D. Members / proxies should bring the duly filled Attendance Slip enclosed herewith to attend the meeting.
- E. The Company is pleased to provide members facility to exercise their right to vote on resolution proposed to be considered at the AGM by electronic means and the business may be transacted through e-voting Services. The facility of casting the votes by electronic means will be provided by Central Depository Services (India) Limited (CDSL).
- F. As stipulated under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2, brief profile of Mr. Sunil Kumar Srivastava, including names of companies in which he holds directorships and memberships / chairmanships of Board Committees, is provided below in Table A and B respectively:

Table A

Age	55
Qualification	MBA , LLB
Experience	Mr. Sunil Kumar Srivastava has been associated with HCL Group from last 24 years. He is responsible for all the Legal & Secretarial Compliances.
Terms and Conditions of appointment	Non-Executive Director
Details of remuneration	NIL
Date of first appointment	31-March-2015
Shareholding in the Company	500 Shares
Relationship with other director/Manager and other KMP	None
Directorships of other Board	As provided in Table B
Membership/ Chairmanship of Committees of other	As provided in table B

Table B

1. Directorships

Name of the Company	Position on the Board and Committee thereof
First Stonex Limited	Whole-time Director
HCL Infosolutions Limited	Director
HCL Employees Investment Co. Ltd	Director
South Asian Computers Limited	Director
Pimpri Chinchwad eServices Limited	Director
HCL Computing Products Limited	Director
Nokia HCL Mobile Internet Services Limited	Director

2. Memberships / Chairmanships of Board Committees

Name of the Company	Name of the Committee	Position on the Committee thereof
First Stonex Limited	Audit Committee	Chairman
	Nomination & Remuneration Committee	Chairman
HCL Infosolutions Limited	Audit Committee	Chairman

By Order of the Board
For **International Data Management Limited**

Place: New Delhi
Date: 27th July, 2016

Nishant Rana
Company Secretary
ACS 27652
1183, VPO Bijwasan,
New Delhi - 110061

Instructions and other information for e-voting:

The instructions for shareholders voting electronically are as under:

- i. The voting period begins on 18th September, 2016 at 9.00 A.M. and ends on 20th September, 2016 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 (record date) of 15th September, 2016, 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.
- iii. Click on Shareholders.
- iv. Now Enter your 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 Folio Number registered with the Company.
- v. Next enter the Image Verification as displayed and Click on Login.
- vi. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- vii. If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	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"> • Members who have not updated their PAN with the Company/ Depository Participant are requested to use the sequence number which is printed on Postal Ballot / Attendance Slip indicated in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	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. <ul style="list-style-type: none"> • 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 (iv).

- viii. After entering these details appropriately, click on "SUBMIT" tab.
- ix. 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.
- x. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- xi. Click on the EVSN for the 'International data Management Limited'.
- xii. 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.
- xiii. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

International Data Management Limited

- xiv. 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.
- xv. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- xvi. You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- xvii. If a Demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- xviii. 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. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- xix. Note for Non-Individual Shareholders & Custodians
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to 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 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.
- xx. 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 or Contact Mr. Rakesh Dalvi , Deputy Manager, CDSL, 16th Floor, Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai – 400001 at : 18002005533 or write an email to helpdesk.evoting@cdslindia.com
- xxi. M/s Siddiqui & Associates, Company Secretaries has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- xxii. The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of the e-voting period unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.
- xxiii. The Results shall be declared at or after the Annual General Meeting of the Company and the resolutions will be deemed to be passed on the Annual General Meeting date subject to receipt of the requisite number of votes in favour of the Resolutions.
- xxiv. The Results declared along with the Scrutinizer's Report shall be placed on the website of CDSL and the Company within two (2) days of passing of the resolutions at the AGM of the Company.

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ATTENDANCE SLIP

39th Annual General Meeting of the Company, to be held on **Wednesday, 21st September, 2016 at 3.30 P.M.**
at Lok Kala Manch, 20, Institutional Area, Lodhi Road, New Delhi – 110003

Folio No. DP ID No. Client ID No.

Name of the Member Signature

Name of the Proxyholder Signature

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.

**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 L72300DL1977PLC008782

Name of the Company: **INTERNATIONAL DATA MANAGEMENT LIMITED**

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Email: idmcomplianceofficer@gmail.com; Tel. 011-26444812

Website: www.idmlimited.in

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

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

1. Name Address Email ID
- Signature or failing him/her
2. Name Address Email ID
- Signature or failing him/her
3. Name Address Email ID
- Signature or failing him/her

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 39th Annual general meeting of the company, to be held on Wednesday, 21st September, 2016 at 3:30 P.M at Lok Kala Manch, 20, Institutional Area, Lodhi Road, New Delhi – 110003 and at any adjournment thereof in respect of such resolutions as are indicated below: Resolution No.

Ordinary Business:		Response	
		Assent	Dissent
1	Adoption of Director's Report, Audited Financial Statements for the year ended 31st March, 2016 and Auditor's Report thereon		
2	To appoint a Director in place of Mr. Sunil Kumar Srivastava (DIN 00259961), who retires by rotation and, being eligible, offers himself for re-appointment.		
3	Ratification of Auditors in terms of Section 139 and fixing their remuneration		

Signed this day of, 2016.

Signature of the Shareholder

Signature of Proxy holder(s)

Affix
Revenue
Stamp
Re. 1/-

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.

To,
International Data Management Limited
806, Siddhartha, 96, Nehru Place,
New Delhi-110019

UPDATION OF SHAREHOLDERS INFORMATION
(For Electronic communication)

S.No	Shareholder's Particular	Details
1	Folio No.	
2	Name of the First Shareholder	
3	Name of Joint Shareholder/s, if any	
4	No. of Shares held	
5	E-mail ID (to be registered) (Mandatory)	
6	PAN (Mandatory)	
7	Mobile/Phone No	
8	CIN (applicable to corporate shareholders)	

I/We hereby declare that the particulars given above are correct and complete. If the transaction is delayed because of incomplete or incorrect information, I/We would not hold the Company/RTA responsible. I/We undertake to inform any subsequent changes in the above particulars as and when the changes take place. I/We understand that the above details shall be maintained till I/We hold the securities under the above mentioned Folio No./beneficiary account.

Place: _____

Date: _____

Signature: _____

Name: _____

(Shareholder)

Note: You may also send this information by e-mail to idmcomplianceofficer@gmail.com

ROUTE MAP

