

## **Integra Capital Management Limited**

**CIN NO. L74899DL1990PLC040042**

**GST Registration No. 07AAACI0828F2ZX**

**Regd. Office:32 Regal Building, Sansad Marg, New Delhi – 110001**

**Email id.; icml1990@gmail.com, Tel. No. 011-23361532**

**Fax No. 011-23362586, Website. [www.Integraprofit.com](http://www.Integraprofit.com)**

### **Ballot Form**

- 1) Name & Address of the Shareholder(s) :  
Including Joint-holders  
(IN BLOCK LETTERS)
  
- 2) Registered Folio No. / DP ID No. :  
Client ID No.\*  
\*(Applicable to investors holding share  
in demat form)
  
- 3) Number of Shares held :
  
- 4) EVEN (e-Voting EVENT Number) :
  
- 5) Used ID :
  
- 6) Password :
  
- 7) I/We hereby exercise my/our vote(s) in respect of the Resolutions to be passed through Ballot Form for the businesses stated in the Notice of the Company by sending my/our assent or dissent to the said Resolutions by placing tick (✓) mark at the appropriate box below.

Item No.	Description of Resolution	Type of Resolution	No. of Ordinary Shares for which vote cast	I/We assent to the resolution (FOR)	I/We dissent to the resolution (AGAINST)
1.	Adoption of Statement of Profit & Loss, Balance Sheet, Reports of Board of Directors and Auditors for the year ended 31 <sup>st</sup> March, 2019	Ordinary			

2.	Approval for Appointment of Mrs. Anjali Vohra as Director	Ordinary			
3.	Re-appointment of Mr. Pankaj Vohra who retires by rotation and being eligible, offers himself for reappointment	Ordinary			
4.	Approval for Appointment of M/s GSA & Associates Chartered Accountants subject to the approval of shareholders	Ordinary			
5.	To appoint Sh. T.S. Sridharan as an Independent Director	Special			
6.	To appoint Smt. Saroj Bhandari as an Independent Director	Special			

Place: Delhi

Date:

(Signature of the Shareholder)

**NOTE:** Please read the instruction carefully before exercising your vote.

### **INSTRUCTIONS**

#### **General Instructions:**

1. This Ballot Form is provided for the benefit of Members who do not have access to e-voting facility, to enable them to send their assent or dissent by post.
2. Voting rights in the e-voting/Ballot cannot be exercised by a proxy. However, corporate and institutional shareholders shall be entitled to vote through their authorized representative with proof of their authorization.
3. The Scrutinizer will collate the votes downloaded from the e-voting system and votes received through post in physical ballot form to declare the final result for each of the Resolutions forming part of the Notice of the Annual General Meeting.

#### **Process and manner for Members opting to vote by using the e-voting ballot form:**

The instructions for e-voting are as under:

- i) The voting period begins on 27<sup>th</sup> September, 2019 at 9:00 AM and ends on 29<sup>th</sup> September, 2019 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 21<sup>st</sup> September, 2019, 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](http://www.evotingindia.com).
- iii) Click on Shareholders.
- iv) Now Enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. 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](http://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:

<b>For Members holding shares in Demat Form and Physical Form</b>	
PAN	<p>Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> <li>• Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field</li> <li>• In case the sequence 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 Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field</li> </ul>
DOB	Enter the Date of Birth as recorded in your demat account or in the company's records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details	<p>Enter the Dividend Bank Details as recorded in your demat account or in the Company records for the said demat account or folio.</p> <ul style="list-style-type: none"> <li>• 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 member id / folio number in the Dividend Bank details field as mentioned in instruction (v).</li> </ul>

- viii) After entering these details appropriately, click on "SUBMIT" tab.3
- 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 Integra Capital Management Limited on which you choose to vote.
- 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.
- 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 out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- xvii) If demat account holder has forgotten the same 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) 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](http://www.evotingindia.com) and register themselves as Corporate and Custodians respectively.

- 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, they have to create 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.
- 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.

- xix) 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).

**e-Voting for Scrutinizers:**

At the end of the voting period, the scrutinizer can download the entire voting data using the Scrutinizer login.

**A. Other Instructions:**

- i) The e-voting period commences on 27<sup>th</sup> September 2019 (10.00 a.m.) and ends on 29<sup>th</sup> September 2019 (5.00 p.m.). During this period members of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 21<sup>st</sup> September 2019, may cast their votes 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.
- ii) The voting rights of members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date (record date) of 21<sup>st</sup> September 2019.
- iii) Mr. Vineet Aggarwal (Membership No. 095720) of M/s Vineet Meenakshi & Associates Practicing Chartered Accountants has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- iv) 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 favor or against. if any, and submit forthwith to the Chairman of the Company.

- v) The results shall be declared on 'or' after the AGM of the Company. The results declared along with the Scrutinizer's Report shall be placed on the Company's website [www.integraprofit.com](http://www.integraprofit.com) and on the website of CDSL within two (2) days of passing of the resolutions at the AGM of the Company and communicated to the BSE Ltd.
- vi) Members who do not have access to e-voting facility may send duly completed Ballot Form enclosed with the Annual report so as to reach the Scrutinizer appointed by The Board of Directors of the Company, Mr. Vineet Aggarwal (Membership No. 095720) of M/s Vineet Meenakshi & Associates Practicing Chartered Accountants at the Registered Office of the Company not later than 29<sup>th</sup> September, 2019 (6.00 P.M.). Ballot Form received after this date will be treated as invalid.
- vii) A member can opt for only one mode of voting i.e. either through e-voting or by Ballot. If a Member casts votes by both modes, then voting done through e-voting shall prevail and Ballot shall be treated as invalid.

By Order of the Board of Directors,

**Place: New Delhi**  
**Date: 9<sup>th</sup> August, 2019**

**Purva Dutta**

**Company Secretary & Compliance Officer**

**Registered Office:**  
**32, Regal Building**  
**Sansad Marg**  
**New Delhi – 110 001**

**Notes: -**

1. A Member entitled to attend and vote at the Meeting is entitled to appoint one or more proxies to attend and to vote instead of himself. The proxy need not be a Member of the Company. The Proxy Form should be deposited at the Registered Office of the Company not less than 48 hours before the time of holding the Meeting.
2. The Register of Members and Share Transfer Books of the company will remain closed from 21<sup>st</sup> September 2019 to 30<sup>th</sup> September 2019 (both day inclusive).

3. 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 requested to submit the PAN to the Depository Participant with whom they demat accounts.

By Order of the Board of Directors,

**Place: New Delhi**  
**Date: 9<sup>th</sup> August, 2019**

**(Purva Dutta)**  
Company Secretary & Compliance Officer