



INDIA EXPOSITION MART LIMITED

Registered Office: Plot No. 1, 210, Atlantic Plaza, 2nd Floor,
Local Shopping Centre, Mayur Vihar, Phase-1, Delhi – 110091
CIN: U99999DL2001PLC110396 Tel No.: 011-22711497 Website: www.indiaexpomart.com

NOTICE TO THE MEMBERS OF THE COMPANY

NOTICE is hereby given that the THIRTEENTH EXTRA-ORDINARY GENERAL MEETING (“EGM”) of the members of INDIA EXPOSITION MART LIMITED (the “Company”) will be held on Monday, December 26, 2022, at 04:00 pm at The Tapas, Lobby level, Jaypee Vasant Continental Hotel, Vasant Vihar, New Delhi-110057, to transact the following business:

SPECIAL BUSINESS:

ITEM NO. 1: RE-APPOINTMENT OF MOHAMMAD FAHAD IKRAM AS AN INDEPENDENT DIRECTOR OF THE COMPANY

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

"**RESOLVED THAT** pursuant to the provisions of Sections 149(10), 152, 160, Schedule IV and other applicable provisions of the Companies Act, 2013, if any, along with Companies (Appointment and Qualification of Directors) Rules, 2014, the Companies (Amendment) Act, 2017 (including any statutory modification(s) or re-enactment thereof for the time being in force), Regulation 16(1)(b) and Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“SEBI Listing Regulations”), the relevant provisions of the Articles of Association of the Company, and pursuant to the recommendation of the Nomination & Remuneration Committee and the Board of Directors of the company, **Mohammad Fahad Ikram (DIN: 07030199)**, Independent Director, who has submitted a declaration that he meets the criteria for independence as provided under Section 149(6) of the Act and who is eligible for re-appointment, be and is hereby re-appointed as an Independent Director on the Board of the company, not liable to retire by rotation, for a second term of two years commencing from December 27, 2022 till December 25, 2024.

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) and/ or Company Secretary and Compliance Officer of the Company, be and are hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution."

ITEM NO. 2: RE-APPOINTMENT OF MR. PRADIP NAVNITLAL MUCHHALA AS AN INDEPENDENT DIRECTOR OF THE COMPANY

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

"**RESOLVED THAT** pursuant to the provisions of Sections 149(10), 152, 160, Schedule IV and other applicable provisions of the Companies Act, 2013, if any, along with Companies (Appointment and Qualification of Directors) Rules, 2014, the Companies (Amendment) Act, 2017 (including any statutory

modification(s) or re-enactment thereof for the time being in force), Regulation 16(1)(b) and Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Listing Regulations"), the relevant provisions of the Articles of Association of the Company, and pursuant to the recommendation of the Nomination & Remuneration Committee and the Board of Directors of the Company, **Mr. Pradip Navnitlal Muchhala (DIN: 02493536)**, Independent Director, who has submitted a declaration that he meets the criteria for independence as provided under Section 149(6) of the Act and who is eligible for re-appointment, be and is hereby re-appointed as an Independent Director on the Board of the company, not liable to retire by rotation, for a second term of two years commencing from December 27, 2022 till December 25, 2024.

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) and/ or Company Secretary and Compliance Officer of the Company, be and are hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution."

ITEM NO. 3: RE-APPOINTMENT OF MR. RAJESH KUMAR JAIN AS AN INDEPENDENT DIRECTOR OF THE COMPANY

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

"RESOLVED THAT pursuant to the provisions of Sections 149(10), 152, 160, Schedule IV and other applicable provisions of the Companies Act, 2013, if any along with Companies (Appointment and Qualification of Directors) Rules, 2014, the Companies (Amendment) Act, 2017 (including any statutory modification(s) or re-enactment thereof for the time being in force), Regulation 16(1)(b) and Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Listing Regulations"), the relevant provisions of the Articles of Association of the Company, and pursuant to the recommendation of the Nomination & Remuneration Committee and the Board of Directors of the Company, **Mr. Rajesh Kumar Jain (DIN: 00410444)**, Independent Director, who has submitted a declaration that he meets the criteria for independence as provided under Section 149(6) of the Act and who is eligible for re-appointment, be and is hereby re-appointed as an Independent Director on the Board of the company, not liable to retire by rotation, for a second term of two years commencing from December 27, 2022 till December 25, 2024.

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) and/ or Company Secretary and Compliance Officer of the Company, be and are hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution."

ITEM NO. 4: RE-APPOINTMENT OF MS. SNIGHDHA SALUJA AS AN INDEPENDENT DIRECTOR OF THE COMPANY

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

"RESOLVED THAT pursuant to the provisions of Sections 149(10), 152, 160, Schedule IV and other applicable provisions of the Companies Act, 2013, if any along with Companies (Appointment and Qualification of Directors) Rules, 2014, the Companies (Amendment) Act, 2017 (including any statutory modification(s) or re-enactment thereof for the time being in force), Regulation 16(1)(b) and Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Listing Regulations"), the relevant provisions of the Articles of Association of the Company, and pursuant to the recommendation of the Nomination & Remuneration Committee and the Board

of Directors of the Company, **Ms. Snighdha Saluja (DIN: 00107691)**, Independent Director, who has submitted a declaration that she meets the criteria for independence as provided under Section 149(6) of the Act and who is eligible for re-appointment, be and is hereby re-appointed as an Independent Director on the Board of the company, not liable to retire by rotation, for a second term of two years commencing from December 27, 2022 till December 25, 2024.

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) and/ or Company Secretary and Compliance Officer of the Company, be and are hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution."

ITEM NO. 5: RE-APPOINTMENT OF MR. SUNIL SIKKA AS AN INDEPENDENT DIRECTOR OF THE COMPANY

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

"RESOLVED THAT pursuant to the provisions of Sections 149(10), 152, 160, Schedule IV and other applicable provisions of the Companies Act, 2013, if any along with Companies (Appointment and Qualification of Directors) Rules, 2014, the Companies (Amendment) Act, 2017 (including any statutory modification(s) or re-enactment thereof for the time being in force), Regulation 16(1)(b) and Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Listing Regulations"), the relevant provisions of the Articles of Association of the Company, and pursuant to the recommendation of the Nomination & Remuneration Committee and the Board of Directors of the Company, **Mr. Sunil Sikka (DIN: 00083032)**, Independent Director, who has submitted a declaration that he meets the criteria for independence as provided under Section 149(6) of the Act and who is eligible for re-appointment, be and is hereby re-appointed as an Independent Director on the Board of the company, not liable to retire by rotation, for a second term of two years commencing from December 27, 2022 till December 25, 2024.

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) and/ or Company Secretary and Compliance Officer of the Company, be and are hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution."

ITEM NO. 6: RE-APPOINTMENT OF MR. NIRMAL BHANDARI AS AN INDEPENDENT DIRECTOR OF THE COMPANY

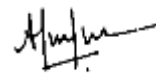
To consider and, if thought fit, to pass with or without modification(s), the following resolution as **SPECIAL RESOLUTION**:

"RESOLVED THAT pursuant to the provisions of Sections 149(10), 152, 160, Schedule IV and other applicable provisions of the Companies Act, 2013 along with Companies (Appointment and Qualification of Directors) Rules, 2014, the Companies (Amendment) Act, 2017 (including any statutory modification(s) or re-enactment thereof for the time being in force), Regulation 16(1)(b) and Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Listing Regulations"), the relevant provisions of the Articles of Association of the Company, and pursuant to the recommendation of the Nomination & Remuneration Committee and the Board of Directors of the Company, **Mr. Nirmal Bhandari (DIN: 00552621)**, Independent Director, who has submitted a declaration that he meets the criteria for independence as provided under Section 149(6) of the Act and who is eligible for re-appointment, be and is hereby re-appointed as an Independent Director on the Board of the

company, not liable to retire by rotation, for a second term of two years commencing from December 27, 2022 till December 25, 2024.

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) and/ or Company Secretary and Compliance Officer of the Company, be and are hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution."

By order of the Board



(Anupam Sharma)

Company Secretary and Compliance Officer

Membership no. ACS32675

**New Delhi
December 1, 2022**

NOTES:

1. An explanatory statement pursuant to Section 102 of the Companies Act 2013 ('Act') in respect of the Special Business under item no. 1 to 6 of the notice, is annexed hereto.
2. Profile of directors seeking re-appointment at the 13th Extraordinary General Meeting in pursuance of provisions of the Companies Act, 2013 Secretarial Standards on General Meeting issued by ICSI & SEBI Listing Regulations, 2015 (As Amended) are annexed as "**Annexure A**" to the Notice.
3. A Summary of Performance Evaluation, pursuant to Secretarial Standards on General Meeting issued by ICSI for re-appointment of Independent Director forms part of Explanatory statement as enclosed hereunder.
4. **A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on poll on his/ her behalf and the proxy need not be a member of the company.**





A person can act as a proxy on behalf of not more than fifty members and holding in aggregate not more than ten percent of the total Share Capital of the Company. Members holding more than ten percent of the total Share Capital of the Company may appoint a single person as proxy, who shall not act as a proxy for any other member. The instrument of Proxy, in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not later than 48 hours before the commencement of the meeting. A Proxy Form is annexed to this notice. Proxies submitted on behalf of limited companies etc., must be supported by an appropriate resolution/ authority, as applicable.

5. Corporate members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the Board resolution to the company, authorizing their representative to attend and vote on their behalf at the meeting.
6. Members/ Proxy are requested to hand over the enclosed Attendance Slip, duly signed in accordance with their specimen signature(s) registered with the Company for admission to the meeting hall. Members who hold shares in dematerialized form are requested to bring their Client ID and DP ID numbers for identification.
7. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/ mobile numbers, Permanent Account Number (PAN), nominations, power of attorney, bank

details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs in case the shares are held in electronic form and to KFin Technologies Limited in case the shares are held in physical form with a cc to cs@indiaexpocentre.com.

8. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Rules made thereunder, companies can serve Notice of the general meeting and other communications through electronic mode to those Members who have registered their email address with the Company. To support the 'Green Initiative', Members who have not registered their email address with the Company are requested to register the same by submitting a duly filled-in 'E-communication Registration Form' available on the website of the Company www.indiaexpomart.com. The notice is being sent to all the members, whose names appeared in the Register of members as November 25, 2022. The notice is also posted on the website of the company, www.indiaexpomart.com and are also available for inspection at the Company's Registered Office and Corporate Office during specified office hours. The Notice of EGM and Attendance Slip are being sent in electronic mode to Members whose email address are registered with the Company, unless the Members have registered their request for the hard copy of the same. For members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode.
9. Members who have received the Notice of EGM and Attendance Slip in electronic mode are requested to print the Attendance Slip and submit a duly filled in Attendance Slip at the Registration Counter at the EGM. Proxies attending the meeting on behalf of members are also requested to submit a duly filled in Attendance Slip at the Registration Counter at the EGM.
10. All documents specifically stated to be open for inspection at the registered and corporate office of the company between 12 Noon and 3 PM on all working days (except Saturdays, Sundays and Holidays) up to the date of the Extraordinary General Meeting. Such documents shall also be available for inspection at the venue till the conclusion of the Extraordinary General Meeting.
11. Remote E-voting

Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management & Administration) Rules, 2014 substituted by Companies (Management & Administration) Amendment, Rules, 2015, the company is pleased to provide the facility to Members to exercise their right to vote on the resolutions proposed to be passed at EGM by electronic means. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the EGM ("remote e-voting") will be provided by National Securities Depository Limited ("NSDL").
12. The members may cast their votes on electronic voting system from place other than the venue of the meeting (remote e-voting). The remote e-voting period will commence on Friday, December 23, 2022, at 10:00 AM and will end on Sunday, December 25, 2022, at 05:00 PM. The remote e-voting facility shall be disabled by NSDL for voting thereafter. In addition, the facility for voting through electronic voting system or polling paper, shall also be made available at the EGM and the Members attending the EGM who have not cast their vote by remote e-voting shall be eligible to vote at the EGM. Once the vote on a resolution is cast by the member, he/she shall not be allowed to change it subsequently or cast vote again.
13. The Company has appointed Mr. Vaibhav Jain, Practising Chartered Accountant of M/s Mehra Goel & Co. (M. No. 515700), to act as the Scrutinizer for providing facility to the members of the company, to scrutinize the entire voting process in a fair and transparent manner. The Members desiring to vote through remote e-voting are requested to refer to the detailed procedure given hereinafter.
14. In case of joint holders, attending the meeting, only such joint holder who is higher/ first in the order of names, will be entitled to vote at the Meeting.

	<p>Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <ol style="list-style-type: none"> 2. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 3. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. <div data-bbox="662 827 1146 1115" style="text-align: center;"> <p>NSDL Mobile App is available on</p> <p>  App Store  Google Play </p> <div style="display: flex; justify-content: space-around; align-items: center;">   </div> </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> 1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers’ website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The

	system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cDSLindia.com or contact at toll free no. 1800 22 55 33

B) Login Method for e-Voting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***.

5. Password details for shareholders other than Individual shareholders are given below:
- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.
 - c) How to retrieve your ‘initial password’?
 - (i) If your email ID is registered in your demat account or with the company, your ‘initial password’ is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your ‘User ID’ and your ‘initial password’.
 - (ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.
6. If you are unable to retrieve or have not received the “ Initial password” or have forgotten your password:
- a) Click on “**Forgot User Details/Password?**”(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) **Physical User Reset Password?**” (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.

8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

OTHER INSTRUCTIONS

17. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/ Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com to reset the password.
18. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for members and e-voting user manual for members available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to Ms. Pallavi Mhatre, Senior Manager at evoting@nsdl.co.in
19. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
20. 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 of December 19, 2022, and as per the Register of members of the Company. A person who is not a member as on the cut-off date should treat this notice for information only.
21. Any person, who acquires shares of the Company and become member of the Company after dispatch of the Notice of the Extraordinary General Meeting and holding shares as of the cut-off date i.e. December 19, 2022, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or the company.

22. However, if you are already registered with NSDL for remote e-voting, then you can use your existing user ID and password for casting your vote. If you forgot your password, you could reset your password by using "Forgot User Details/Password" option available on www.evoting.nsdl.com or contact NSDL at the following toll free no.: 1800 1020 990.
23. A person who has acquired the shares and has become a member of the Company after the dispatch of the Notice of the EGM and prior to the Cut-off date i.e December 19, 2022, shall be entitled to exercise his/her vote through remote e-voting as well as voting at the EGM through the facility made available at the EGM.
24. The facility for voting, either through electronic voting system, shall be made available at the meeting and the members attending the EGM who have not already cast their votes by remote e-voting or members whose email IDs / links face unexpected errors, if any, shall be able to exercise their right at the EGM. Members who have cast their votes by remote e-voting prior to the EGM may also attend the EGM but shall not be entitled to cast their votes again.
25. At the Extraordinary General Meeting, at the end of the discussion of the resolutions on which voting is to be held, the Chairman shall with the assistance of the Scrutinizer order voting for all those members who are present but have not cast their vote electronically using the remote e-voting facility.
26. The Scrutinizer shall immediately after the conclusion of voting at the Extraordinary General Meeting, first count the votes at the Extraordinary General Meeting, 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 make not later than three days of conclusion of the meeting, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing who shall countersign the same.
27. The Chairman or a person authorised by him in writing shall declare the result of voting forthwith.
28. The results of the electronic voting shall be declared after the AGM. The results along with the Scrutinizer's Report, shall also be placed on the company's website www.indiaexpomart.com and on the website of www.evoting.nsdl.com.
29. 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 at the Extraordinary General Meeting.
30. The route map showing directions to reach the venue of the Extraordinary General Meeting is annexed.

Contact details:

Company	<p>India Exposition Mart Limited Regd. office: Plot No. 1, 210, Atlantic Plaza, 2nd Floor, Local Shopping Centre Mayur Vihar Phase-I, Delhi - 110091 CIN: U99999DL2001PLC110396 Email: cs@indiaexpocentre.com Ph: +91 120 2328011</p>
E-voting agency	<p>National Securities Depositories Ltd. https://evoting.nsdl.com/ contact on Toll free number 1800-222-990</p>

Scrutinizer

Mr. Vaibhav Jain
Practicing Chartered Accountant
M/s Mehra Goel & Co.
vaibhavjain@mehragoelco.com
M: 9711310004

Registrar and Transfer Agent

KFin Technologies Limited
Selenium Tower B, Plot 31 & 32, Financial District, Nanakramguda,
Serilingampally Mandal, Hyderabad - 500 032, Telangana.
einward.ris@kfintech.com,
Toll Free number: 1-800-309-4001

EXPLANATORY STATEMENT UNDER SECTION UNDER SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO. 1

Mohammad Fahad Ikram (DIN: 07030199) was appointed as an Independent Director on the Board of Directors of your Company ("the Board") to hold the office, for a term of one year that will expire on December 26, 2022 pursuant to the provisions of Section 149 of the Companies Act, 2013 ("the Act") read with the Companies (Appointment and Qualifications of Directors) Rules, 2014 by the members at their Extraordinary General Meeting held on December 27, 2021.

In terms of Section 149(10) read with Section 152 of the Act, an Independent Director shall be eligible for re-appointment on passing of a Special Resolution by the Company and disclosure of such appointment in the Board's report. In compliance thereof, the approval for re-appointment of Mr. Ikram through Special Resolution is being sought at this General Meeting prior to expiry of his respective first term.

The Company has received declaration from Mr. Ikram confirming that he meets the criteria of independence as prescribed under Section 149(6) of the Act and Regulation 16(1)(b) of the Securities and Exchange Board of India ("SEBI") (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the SEBI Listing Regulations").

Mr. Ikram holds a bachelor's degree in Arts from De Montfort University and MBA from Glocal University. He is having rich and diverse experience in the Metal Export and Travel Industry. Currently he is associated with M/s Haq Brothers and Euro collection as a partner. He is also leading M/s ETC Enterprises Private Limited as a Director of the company. The Board believes that Mr. Ikram's induction as a Non-Executive Independent Director on the Board will support in broadening the overall expertise of the Board. A brief profile of Mr. Ikram, including nature of his expertise, is annexed hereto.

In the opinion of the Board, Mr. Ikram fulfils the conditions specified in the Act and the Rules made there under for re-appointment as an Independent Director. Pursuant to the performance evaluation assumed by the Board of Director at its meeting held on December 01, 2022, a brief summary of the performance of the Mr. Ikram is further mentioned hereinafter:

Mr. Ikram, had attended 9 out of 9 meetings of the Board held during the period under consideration and rendered their unbiased and independent opinion in the meeting. He actively participated in the proceedings of the meeting, raised the concerns of the Board, and assisted in the resolution of these concerns. Throughout his tenure, Mr. Ikram ensured and maintained confidentiality of information and rendered their valuable inputs and guidance from time to time. Furthermore, though no such instances were reported, however the Independent Director insured that the Vigil Mechanism Policy was appropriately implemented, and the whistle-blowers are safeguarded against victimisation.

In compliance with the provisions of Section 149 read with Schedule IV of the Act, the appointment of Mr. Ikram as an Independent Director is now being placed before the Members in general meeting for their approval.

None of the Directors, (except Mohammad Fahad Ikram) Key Managerial Personnel and their relatives are in any way, concerned or interested, financially or otherwise, in the aforesaid Special Resolution.

A copy of the draft letter for re-appointment of Mr. Ikram as an Independent Director setting out the terms and conditions shall be placed at the meeting for inspection by the members and shall also be available for inspection at the registered/ corporate office between 12 noon and 3 pm on all working days up to the date of the 13th Extraordinary General Meeting.

The Board accordingly recommends the Special Resolution set out at Item No. 1 of the accompanying Notice for approval of the members.

ITEM NO. 2

Mr. Pradip Navnitlal Muchhala (DIN: 02493536) was appointed as an Independent Director on the Board of Directors of your Company ("the Board") to hold the office, for a term of one year that will expire on December 26, 2022 pursuant to the provisions of Section 149 of the Companies Act, 2013 ("the Act") read with the Companies (Appointment and Qualifications of Directors) Rules, 2014 by the members at their Extraordinary General Meeting held on December 27, 2021.

In terms of Section 149(10) read with Section 152 of the Act, an Independent Director shall be eligible for re-appointment on passing of a Special Resolution by the Company and disclosure of such appointment in the Board's report. In compliance thereof, the approval for re-appointment of Mr. Muchhala through Special Resolution is being sought at this General Meeting prior to expiry of his respective first term.

The Company has received declaration from Mr. Muchhala confirming that he meets the criteria of independence as prescribed under Section 149(6) of the Act and Regulation 16(1)(b) of the Securities and Exchange Board of India ("SEBI") (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the SEBI Listing Regulations").

Mr. Muchhala holds a bachelor's degree in Commerce from Bombay University. He is having rich knowledge and experience of Fashion Market. He is also having 45 years' experience in Export Business of Handicrafts, Fashion Jewellery and Fashionable Accessories since 1975. He was also on the Board of Export Promotion Council for Handicrafts. The Board believes that Mr. Muchhala's induction as a Non-Executive Independent Director on the Board will support in broadening the overall expertise of the Board. A brief profile of Mr. Muchhala, including nature of his expertise, is annexed hereto.

In the opinion of the Board, Mr. Muchhala fulfils the conditions specified in the Act and the Rules made there under for re-appointment as an Independent Director. Pursuant to the performance evaluation assumed by the Board of Director at its meeting held on December 01, 2022, a brief summary of the performance of the Mr. Muchhala is further mentioned hereinafter:

Mr. Muchhala, had attended 8 out of 9 meetings of the Board held during the period under consideration and rendered their unbiased and independent opinion in the meeting. He actively participated in the proceedings of the meeting, raised the concerns of the Board, and assisted in the resolution of these concerns. Throughout his tenure, Mr. Muchhala ensured and maintained confidentiality of information and rendered their valuable inputs and guidance from time to time. Furthermore, though no such instances were reported, however the Independent Director insured that the Vigil Mechanism Policy was appropriately implemented, and the whistle-blowers are safeguarded against victimisation.

In compliance with the provisions of Section 149 read with Schedule IV of the Act, the appointment of Mr. Muchhala as an Independent Director is now being placed before the Members in general meeting for their approval.

None of the Directors (except Mr. Muchhala), Key Managerial Personnel and their relatives are in any way, concerned or interested, financially or otherwise, in the aforesaid Special Resolution.

A copy of the draft letter for re-appointment of Mr. Muchhala as an Independent Director setting out the terms and conditions shall be placed at the meeting for inspection by the members and shall also be available for

inspection at the registered/ corporate office between 12 noon and 3 pm on all working days up to the date of the 13th Extraordinary General Meeting.

The Board accordingly recommends the Special Resolution set out at Item No. 2 of the accompanying Notice for approval of the members.

ITEM NO. 3

Mr. Rajesh Kumar Jain (DIN: 00410444) was appointed as an Independent Director on the Board of Directors of your Company ("the Board") to hold the office, for a term of one year that will expire on December 26, 2022 pursuant to the provisions of Section 149 of the Companies Act, 2013 ("the Act") read with the Companies (Appointment and Qualifications of Directors) Rules, 2014 by the members at their Extraordinary General Meeting held on December 27, 2021.

In terms of Section 149(10) read with Section 152 of the Act, an Independent Director shall be eligible for re-appointment on passing of a Special Resolution by the company and disclosure of such appointment in the Board's report. In compliance thereof, the approval for re-appointment of Mr. Jain through Special Resolution is being sought at this General Meeting prior to expiry of his respective first term.

The Company has received declaration from Mr. Jain confirming that he meets the criteria of independence as prescribed under Section 149(6) of the Act and Regulation 16(1)(b) of the Securities and Exchange Board of India ("SEBI") (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the SEBI Listing Regulations").

Mr. Jain is Chartered Accountant and Cost & Management Accountant and also holds a bachelor's degree in Commerce from St. Xavier's University, Kolkata. He is associated with various organisations like Exmart International, New Delhi, Export Promotion Council for Handicrafts, India, TPF Organization and JITO, New Delhi Chapter. The Board believes that Mr. Jain's induction as a Non-Executive Independent Director on the Board will support in broadening the overall expertise of the Board. A brief profile of Mr. Jain, including nature of his expertise, is annexed hereto.

In the opinion of the Board, Mr. Jain fulfils the conditions specified in the Act and the Rules made there under for re-appointment as an Independent Director. Pursuant to the performance evaluation assumed by the Board of Director at its meeting held on December 01, 2022, a brief summary of the performance of the Mr. Jain is further mentioned hereinafter:

Mr. Jain, had attended 8 out of 9 meetings of the Board held during the period under consideration and rendered their unbiased and independent opinion in the meeting. He actively participated in the proceedings of the meeting, raised the concerns of the Board and assisted in the resolution of these concerns. Throughout his tenure, Mr. Jain ensured and maintained confidentiality of information and rendered their valuable inputs and guidance from time to time. Furthermore, though no such instances were reported, however the Independent Director insured that the Vigil Mechanism Policy was appropriately implemented, and the whistle-blowers are safeguarded against victimisation.

In compliance with the provisions of Section 149 read with Schedule IV of the Act, the appointment of Mr. Jain as an Independent Director is now being placed before the Members in general meeting for their approval.

None of the Directors (except Mr. Jain), Key Managerial Personnel and their relatives are in any way, concerned or interested, financially or otherwise, in the aforesaid Special Resolution.

A copy of the draft letter for re-appointment of Mr. Jain as an Independent Director setting out the terms and conditions shall be placed at the meeting for inspection by the members and shall also be available for inspection

at the registered/ corporate office between 12 noon and 3 pm on all working days up to the date of the 13th Extraordinary General Meeting.

The Board accordingly recommends the Special Resolution set out at Item No. 3 of the accompanying Notice for approval of the members.

ITEM NO. 4

Ms. Snighdha Saluja (DIN: 00107691) was appointed as an Independent Director on the Board of Directors of your Company ("the Board") to hold the office, for a term of one year that will expire on December 26, 2022 pursuant to the provisions of Section 149 of the Companies Act, 2013 ("the Act") read with the Companies (Appointment and Qualifications of Directors) Rules, 2014 by the members at their Extraordinary General Meeting held on December 27, 2021.

In terms of Section 149(10) read with Section 152 of the Act, an Independent Director shall be eligible for re-appointment on passing of a Special Resolution by the company and disclosure of such appointment in the Board's report. In compliance thereof, the approval for re-appointment of Ms. Saluja through Special Resolution is being sought at this General Meeting prior to expiry of her respective first term.

The Company has received declaration from Ms. Saluja confirming that she meets the criteria of independence as prescribed under Section 149(6) of the Act and Regulation 16(1)(b) of the Securities and Exchange Board of India ("SEBI") (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the SEBI Listing Regulations").

Ms. Saluja holds a bachelor's degree in Commerce from Jesus and Mary College, Delhi University. She has excellence skills of flair reading and writing which makes her a freelance journalist. Later, after her marriage she joined her family business and started an Export venture in 1995 by the name of Encore Exports. She was awarded with "The Women Entrepreneurs award" by Export Promotion Council for Handicrafts. Now, she also started a venture into the Hotel industry in the US. The Board believes that Ms. Saluja's induction as a Non-Executive Independent Director on the Board will support in broadening the overall expertise of the Board. A brief profile of Ms. Saluja, including the nature of his expertise, is annexed hereto.

In the opinion of the Board, Ms. Saluja fulfils the conditions specified in the Act and the Rules made there under for her re-appointment as an Independent Director. Pursuant to the performance evaluation assumed by the Board of Director at its meeting held on December 01, 2022, a brief summary of the performance of the Ms. Saluja is further mentioned hereinafter:

Ms. Saluja, had attended 5 out of 9 meetings of the Board held during the period under consideration and rendered their unbiased and independent opinion in the meeting. She actively participated in the proceedings of the meeting, raised the concerns of the Board and assisted in the resolution of these concerns. Throughout her tenure, Ms. Saluja ensured and maintained confidentiality of information and rendered their valuable inputs and guidance from time to time. Furthermore, though no such instances were reported, however the Independent Director insured that the Vigil Mechanism Policy was appropriately implemented, and the whistle-blowers are safeguarded against victimisation.

In compliance with the provisions of Section 149 read with Schedule IV of the Act, the appointment of Ms. Saluja as an Independent Director is now being placed before the Members in general meeting for their approval.

None of the Directors (except Ms. Saluja), Key Managerial Personnel and their relatives are in any way, concerned or interested, financially or otherwise, in the aforesaid Special Resolution.

A copy of the draft letter for re-appointment of Ms. Saluja as an Independent Director setting out the terms and conditions shall be placed at the meeting for inspection by the members and shall also be available for inspection at the registered/ corporate office between 12 noon and 3 pm on all working days up to the date of the 13th Extraordinary General Meeting.

The Board accordingly recommends the Special Resolution set out at Item No. 4 of the accompanying Notice for approval of the members.

ITEM NO. 5

Mr. Sunil Sikka (DIN: 00083032) was appointed as Independent Director on the Board of Directors of your Company ("the Board") to hold office, for a term of one year that will expire on December 26, 2022 pursuant to the provisions of Section 149 of the Companies Act, 2013 ("the Act") read with the Companies (Appointment and Qualifications of Directors) Rules, 2014 by the members at their Extraordinary General Meeting held on December 27, 2021.

In terms of Section 149(10) read with Section 152 of the Act, an Independent Director shall be eligible for re-appointment on passing of a Special Resolution by the company and disclosure of such appointment in the Board's report. In compliance thereof, the approval for re-appointment of Mr. Sikka through Special Resolution is being sought at this General Meeting prior to expiry of his respective first term.

The Company has received declaration from Mr. Sikka confirming that he meets the criteria of independence as prescribed under Section 149(6) of the Act and Regulation 16(1)(b) of the Securities and Exchange Board of India ("SEBI") (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the SEBI Listing Regulations").

Mr. Sikka holds post graduate degree from Delhi University. He is a promoter director of leading hotels chain across India. He has vast experience of more than 36 years in export trade. The Board believes that Mr. Sikka's induction as a Non-Executive Independent Director on the Board will support in broadening the overall expertise of the Board. A brief profile of Mr. Sikka, including nature of his expertise, is annexed hereto.

In the opinion of the Board, Mr. Sikka fulfils the conditions specified in the Act and the Rules made there under for his re-appointment as an Independent Director. Pursuant to the performance evaluation assumed by the Board of Director at its meeting held on December 01, 2022, a brief summary of the performance of the Mr. Sikka is further mentioned hereinafter:

Mr. Sikka, had attended 6 out of 9 meetings of the Board held during the period under consideration and rendered their unbiased and independent opinion in the meeting. He actively participated in the proceedings of the meeting, raised the concerns of the Board and assisted in the resolution of these concerns. Throughout his tenure, Mr. Sikka ensured and maintained confidentiality of information and rendered their valuable inputs and guidance from time to time. Furthermore, though no such instances were reported, however the Independent Director insured that the Vigil Mechanism Policy was appropriately implemented, and the whistle-blowers are safeguarded against victimisation.

In compliance with the provisions of Section 149 read with Schedule IV of the Act, the appointment of Mr. Sikka as an Independent Director is now being placed before the Members in general meeting for their approval.

None of the Directors (except Mr. Sikka), Key Managerial Personnel and their relatives are in any way, concerned or interested, financially or otherwise, in the aforesaid Special Resolution.

A copy of the draft letter for re-appointment of Mr. Sikka as an Independent Director setting out the terms and conditions shall be placed at the meeting for inspection by the members and shall also be available for

inspection at the registered/ corporate office between 12 noon and 3 pm on all working days up to the date of the 13th Extraordinary General Meeting.

The Board accordingly recommends the Special Resolution set out at Item No. 5 of the accompanying Notice for approval of the members.

ITEM NO. 6

Mr. Nirmal Bhandari (DIN: 00552621) was appointed as an Independent Director on the Board of Directors of your Company ("the Board") to hold office, for a term of one year that will expire on December 26, 2022 pursuant to the provisions of Section 149 of the Companies Act, 2013 ("the Act") read with the Companies (Appointment and Qualifications of Directors) Rules, 2014 by the members at their Extraordinary General Meeting held on December 27, 2021.

In terms of Section 149(10) read with Section 152 of the Act, an Independent Director shall be eligible for re-appointment on passing of a Special Resolution by the company and disclosure of such appointment in the Board's report. In compliance thereof, the approval for re-appointment of Mr. Bhandari through Special Resolution is being sought at this General Meeting prior to expiry of his respective first term.

The Company has received declaration from Mr. Bhandari confirming that he meets the criteria of independence as prescribed under Section 149(6) of the Act and Regulation 16(1)(b) of the Securities and Exchange Board of India ("SEBI") (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the SEBI Listing Regulations").

Mr. Bhandari holds a bachelor's degree in Commerce from Jodhpur University. He has vast experience and knowledge of Manufacture and Exports of Wooden, Iron handicrafts, Furniture & Accessories. He is associated with M/s Bhandari Exports and M/s G.K. Exports (Exporter of Handicrafts/ Furniture items of Wood Iron Brass Etc.) as proprietor. Also, he was Ex- President of Ummed Club, Jodhpur Handicrafts Exporters Association, Jodhpur, Ex-Vice President of Export Promotion Council for handicrafts, New Delhi and Ex-COA-Member of Export Promotion Council for handicrafts, New Delhi. The Board believes that Mr. Bhandari's induction as a Non-Executive Independent Director on the Board will support in broadening the overall expertise of the Board. A brief profile of Mr. Bhandari, including nature of his expertise, is annexed hereto.

In the opinion of the Board, Mr. Bhandari fulfils the conditions specified in the Act and the Rules made there under for re-appointment as an Independent Director. Pursuant to the performance evaluation assumed by the Board of Director at its meeting held on December 01, 2022, a brief summary of the performance of the Mr. Bhandari is further mentioned hereinafter:

Mr. Bhandari, had attended 8 out of 9 meetings of the Board held during the period under consideration and rendered their unbiased and independent opinion in the meeting. He actively participated in the proceedings of the meeting, raised the concerns of the Board and assisted in the resolution of these concerns. Throughout his tenure, Mr. Bhandari ensured and maintained confidentiality of information and rendered their valuable inputs and guidance from time to time. Furthermore, though no such instances were reported, however the Independent Director insured that the Vigil Mechanism Policy was appropriately implemented, and the whistle-blowers are safeguarded against victimisation.

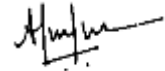
In compliance with the provisions of Section 149 read with Schedule IV of the Act, the appointment of Mr. Bhandari as an Independent Director is now being placed before the Members in general meeting for their approval.

None of the Directors (except Mr. Bhandari), Key Managerial Personnel and their relatives are in any way, concerned or interested, financially or otherwise, in the aforesaid Special Resolution.

A copy of the draft letter for re-appointment of Mr. Bhandari as an Independent Director setting out the terms and conditions shall be placed at the meeting for inspection by the members and shall also be available for inspection at the registered/ corporate office between 12 noon and 3 pm on all working days up to the date of the 13th Extraordinary General Meeting.

The Board accordingly recommends the Special Resolution set out at Item No. 6 of the accompanying Notice for approval of the members.

By order of the Board



(Anupam Sharma)

Company Secretary and Compliance Officer

Membership no. ACS32675

New Delhi
December 1, 2022

Annexure-A

Brief resume and other information in respect of Independent Directors who are seeking re-appointment at the 13th Extraordinary General Meeting

Name of Director	Mohammad Fahad Ikram	Mr. Pradip Navnitlal Muchhala	Mr. Rajesh Kumar Jain	Ms. Snigdha Saluja	Mr. Sunil Sikka	Mr. Nirmal Bhandari
DIN	07030199	02493536	00410444	00107691	00083032	00552621
Date of Birth	06/06/1979	04/02/1953	02/04/1968	19/01/1962	24/08/1958	10/10/1959
Age	43 years	69 years	54 years	60 years	64 years	63 years
Qualifications	B.A (Marketing) and MBA from Glocal University	Graduate	Chartered Accountant and Cost Accountant	Graduate	Postgraduate	Graduate
Date of first appointment on Board	December 27, 2021	December 27, 2021	December 27, 2021	December 27, 2021	September 30, 2008	April 18, 2002
Experience	22 Years	45 Years	31 Years	38 Years	36 Years	31 Years
Shareholding in company	553,172 Equity Shares	502,536 Equity Shares	72,944 Equity Shares	63,892 Equity Shares	Nil	1,049,108 Equity Shares
Relationship with other Directors, Manager or KMP	Nil	Nil	Nil	Nil	Nil	Nil
Number of Board meetings attended during their tenure	9 Out of 9	8 Out of 9	8 Out of 9	5 Out of 9	6 Out of 9	8 Out of 9
Directorship held in other companies	1. ETC Enterprises Private Limited	1. Elusividya Advisory LLP 2. Orbit Fabrics Private Limited	1. Ankita Agro and Food Processing Private Limited 2. Exmart International Private Limited 3. RBG Impex Private Limited 4. Supersonic Marketing Private Limited 5. RPJ Marketing Private Limited	1. SU Import Services Private Limited 2. Apaar Packaging Private Limited	1. Houzz N Dezins LLP 2. Royal Orchid Hotels Limited 3. Knotty Home Private Limited 4. Ksheer Sagar Developers Pvt Ltd 5. Raj Kamal Buildcon Pvt Ltd 6. J.H.Builders Pvt Ltd 7. Ksheer Sagar Buildcon Private Limited 8. Baljees Hotels and Real Estates Private Limited	1. Adeshwar Properties Private Limited 2. Shri Ashtapad Properties Private Limited 3. Bhandari Heritage Private Limited 4. Bhandari Surpura Heritage Hotels Private Limited

Venue of 13th EGM - Location and Route Map

India Exposition Mart Limited

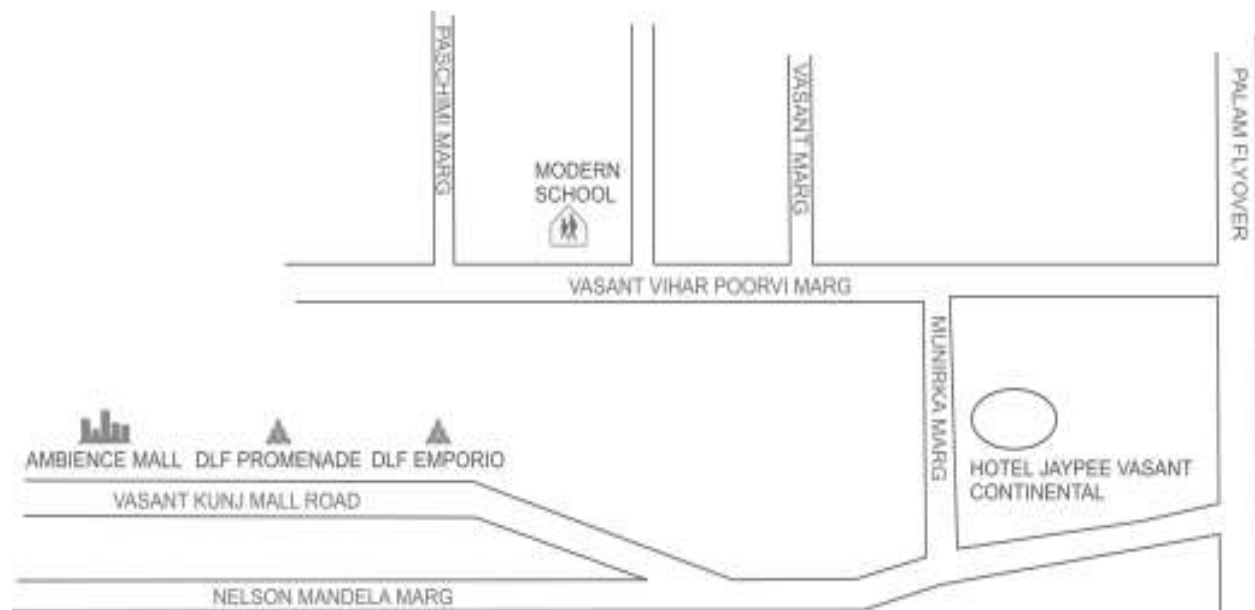
CIN: U99999DL2001PLC110396

*Address of Venue:

The Tapas, Lobby level,
Jaypee Vasant Continental Hotel,
Vasant Vihar, New Delhi-110057

Nearest Landmark:

Vasant Vihar Delhi Metro Station





INDIA EXPOSITION MART LIMITED

CIN: U99999DL2001PLC110396

Regd. Office: Plot No. 1, 210, Atlantic Plaza, 2nd Floor,
Local Shopping Centre, Mayur Vihar Phase-I, Delhi – 110091

Tel No.: 011-22711497, Website: www.indiexpomart.com

13th Extraordinary General Meeting: December 26, 2022

ATTENDANCE SLIP

Full name of the Member in Block Letters:

Folio No./ DP ID No.:
No. of Shares held:

I, hereby record my presence at the 13th Extraordinary General Meeting of India Exposition Mart Limited, held on Monday, December 26, 2022, at 04:00 PM at The Tapas, Lobby level, Jaypee Vasant Continental Hotel, Vasant Vihar, New Delhi-110057.

Signature of the Member/ Proxyholder

Note: Only Member of the Company or their Proxies will be allowed to attend the Meeting. Please complete this attendance slip and hand it over at the entrance of the meeting hall.



INDIA EXPOSITION MART LIMITED
CIN: U99999DL2001PLC110396
Regd. Office: Plot No. 1, 210, Atlantic Plaza, 2nd Floor,
Local Shopping Centre, Mayur Vihar Phase-I, Delhi – 110091
Tel No.: 011-22711497, Website: www.indiexpomart.com

13th Extraordinary General Meeting: December 26, 2022

**PROXY FORM
Form No. MGT-11**

[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./ DP ID No.:

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

1 Name:
Address: E-mail ID:
..... Signature: or failing him/ her

2 Name:
Address: E-mail ID:
..... Signature: or failing him/ her

3 Name:
Address: E-mail 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 13th Extraordinary General Meeting of the Company, to be held on Monday, December 26, 2022 at 4:00 pm at The Tapas, Lobby level, Jaypee Vasant Continental Hotel, Vasant Vihar, New Delhi-110057 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution Number	Resolution
Special Business	
1	RE-APPOINTMENT OF MOHAMMAD FAHAD IKRAM AS AN INDEPENDENT DIRECTOR OF THE COMPANY
2	RE-APPOINTMENT OF MR. PRADIP NAVNITLAL MUCHHALA AS AN INDEPENDENT DIRECTOR OF THE COMPANY

3	RE-APPOINTMENT OF MR. RAJESH KUMAR JAIN AS AN INDEPENDENT DIRECTOR OF THE COMPANY
4	RE-APPOINTMENT OF MS. SNIGHDHA SALUJA AS AN INDEPENDENT DIRECTOR OF THE COMPANY
5	RE-APPOINTMENT OF MR. SUNIL SIKKA AS AN INDEPENDENT DIRECTOR OF THE COMPANY
6	RE-APPOINTMENT OF MR. NIRMAL BHANDARI AS AN INDEPENDENT DIRECTOR OF THE COMPANY

Signed thisday of2022.

<p>AFFIX Rs. 1/- REVENUE STAMP</p>

(Signature of Shareholder across the revenue stamp)

[Signature of the 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