



PRIVATE WEALTH MANAGEMENT

NOTICE

Notice is hereby given that the **Ninth Annual General Meeting** of IIFL Wealth Management Limited will be held on Wednesday, July 27, 2016 at IIFL Centre, Kamala Mills Compound, Lower Parel (West), Mumbai - 400 013 at 2:00 PM to conduct the following business:

ORDINARY BUSINESS:

1. To consider and adopt:
 - (a) the audited financial statement of the Company for the financial year ended March 31, 2016, the reports of the Board of Directors and Auditors thereon; and
 - (b) the audited consolidated financial statement of the Company for the financial year ended March 31, 2016.
2. To appoint a Director in place of Mr. Nirmal Jain, who retires by rotation and being eligible, offers himself for reappointment.
3. To appoint a Director in place of Mr. Amit Shah, who retires by rotation and being eligible, offers himself for reappointment.
4. To consider and, if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder, as amended from time to time, the Company hereby ratifies the appointment of M/s. Deloitte Haskins & Sells LLP, Chartered Accountants, Mumbai, (registration number 117366W/W-100018), as Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) until the conclusion of the next Annual General Meeting to be held in the year 2017 at such remuneration as may be mutually agreed between the Board of Directors of the Company and the Auditors.”

Date: May 5, 2016

Place: Mumbai

By Order of the Board

-Sd-

Ashutosh Naik

Company Secretary

Registered Office: IIFL House, Sun Infotech Park,
Road No. 16V, Plot No.B23, Thane Industrial Area,
Wagle Estate, Thane, Maharashtra - 400604

CIN: U74140MH2008PLC177884

E-mail: compliance@iiflwf.com

www.iiflw.com

B +91 22 3958 5600

F +91 22 4646 4706

Registered Address:

IIFL Wealth Management Ltd., IIFL House, Sun Infotech Park, Road No.16V, Plot No. B-23,
MIDC, Thane Industrial Area, Wagle Estate, Thane - 400 604 India

CIN: U74140MH2008PLC177884

(An India Infoline Group Company)



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Notes:

1. *A member entitled to attend and vote at the Annual General Meeting (the “Meeting”) is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member of the Company. The instrument appointing the proxy should, however, be deposited at the registered office of the Company not less than forty-eight hours (48 hours) before the commencement of the Meeting.*

A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

2. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified true copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
3. In terms of Section 152 of the Companies Act, 2013, Shri Nirmal Jain (DIN-00010535), Director and Shri Amit Shah (DIN – 06765300), Director, retire by rotation at the Meeting and being eligible, offers themselves for their re-appointment. The Board of Directors of the Company recommends their re-appointment.
4. Relevant documents referred to in the accompanying Notice are open for inspection by the members at the Registered Office of the Company on all working days, except Saturdays and Sundays (including Public Holidays), during business hours up to the date of the Meeting.

www.iiflw.com

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ATTENDANCE SLIP

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

Joint shareholders may obtain additional slips on request.

Master Folio No:	
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NAME AND ADDRESS OF SHAREHOLDER: _____

NAME OF PROXYHOLDER: _____

NO. OF SHARES HELD: _____

I hereby record my presence at the Ninth ANNUAL GENERAL MEETING of the Members of **IIFL WEALTH MANAGEMENT LIMITED** held on Wednesday, July 27, 2016 at IIFL Centre, Kamala Mills Compound, Lower Parel (West), Mumbai - 400 013.

Signature of the Shareholder or Proxy _____

Notes:

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

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Form No. MGT-11

PROXY FORM

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

CIN: U74140MH2008PLC177884

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

Registered Office: IIFL House, Sun Infotech Park, Road No. 16V, Plot No.B-23, Thane Industrial Area, Wagle Estate Thane MH 400604

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

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

Name: _____
Address: _____
E-mail ID: _____
Signature: _____ or failing him _____

Name: _____
Address: _____
E-mail ID: _____
Signature: _____ or failing him _____

As my/our proxy to attend and vote (on a poll, if any) for me/us and on my/our behalf at the Ninth ANNUAL GENERAL MEETING of the Members of **IIFL WEALTH MANAGEMENT LIMITED** to be held on Wednesday, July 27, 2016 at IIFL Centre, Kamala Mills Compound, Lower Parel (West), Mumbai - 400 013 and at any adjournment thereof in respect of such resolutions as are indicated below

1. To consider and adopt:

(a) the audited financial statement of the Company for the financial year ended March 31, 2016, the reports of the Board of Directors and Auditors thereon; and

(b) the audited consolidated financial statement of the Company for the financial year ended March 31, 2016.

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2. To appoint a Director in place of Mr. Nirmal Jain, who retires by rotation and being eligible, offers himself for reappointment.
3. To appoint a Director in place of Mr. Amit Shah, who retires by rotation and being eligible, offers himself for reappointment.
4. To ratify the appointment of Auditor.

Signed this _____ day of _____ 2016

Signature of Shareholder: _____

Signature of Proxy holder(s): _____

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

Affix revenue stamp

www.iiflw.com

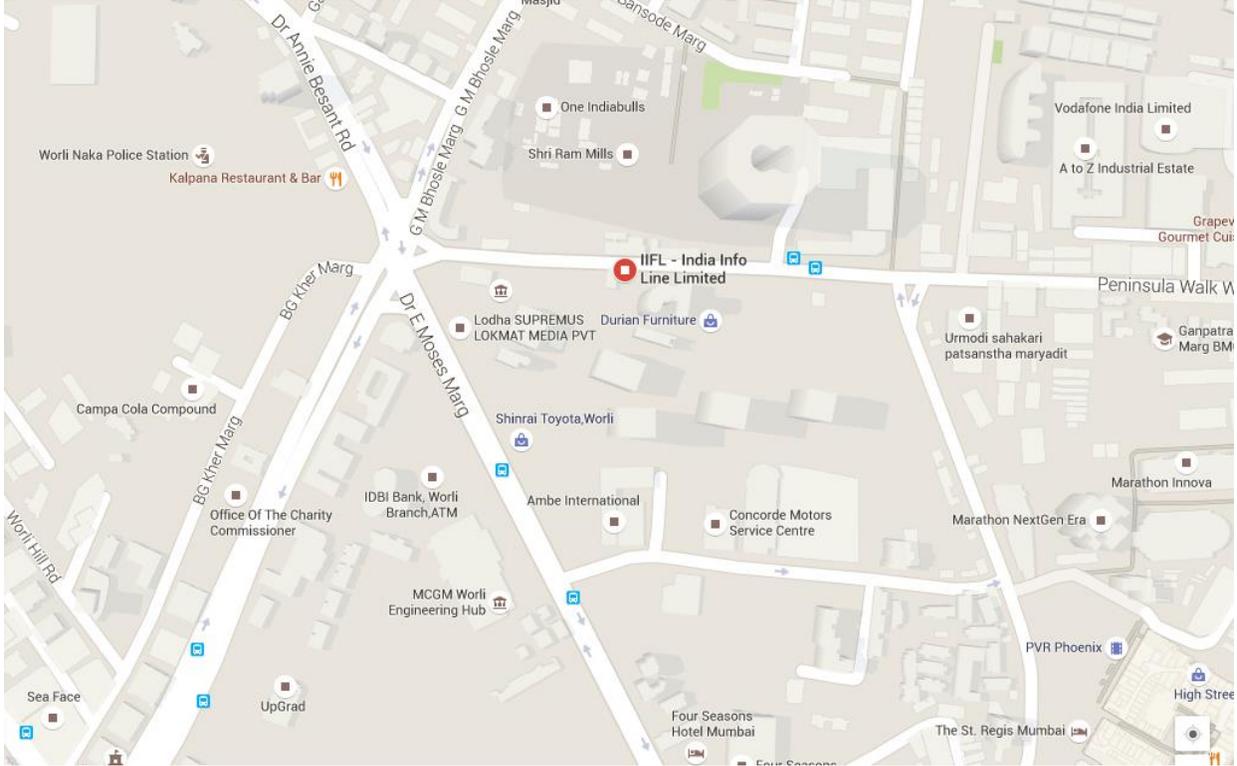
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Route Map



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