



IDBI ASSET MANAGEMENT LIMITED
CIN: U65100MH2010PLC199319

NOTICE

NOTICE is hereby given that the Fifteenth Annual General Meeting of the members of IDBI Asset Management Limited will be held on Wednesday, 30th July, 2025 at 03:00 p.m. at Mumbai at a shorter notice through Video Conferencing/other Audio Video Means, to transact the following business:

ORDINARY BUSINESS –

Item No. 1 – Adoption of Financial Statements:

To receive, consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2025 including audited Balance Sheet as at March 31, 2025, Profit & Loss Account for the year ended on that date and the reports of the Board of Directors, Statutory Auditors and Comptroller and Auditor General of India thereon.

Item No. 2 – To fix the remuneration of the Statutory auditors:

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

‘**RESOLVED THAT** approval of the members of IDBI Asset Management Limited be and is hereby accorded to authorize the Board of Directors to fix the remuneration of the Statutory Auditor as may be appointed by the Comptroller and Auditor General of India (C&AG) pursuant to the provisions of Section 139(5) and other applicable provisions, if any, of the Companies Act, 2013 for the financial year 2025-26.’

SPECIAL BUSINESS –

Item No. 3 – Appointment of Independent Director

Approval for appointment of Shri Ashok Kumar Dash (DIN:10516647) as Independent Director on the Board of IDBI Asset Management Limited as recommended by the Board of Directors and in this regard to consider and if thought fit, pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 [including any amendment(s), statutory modification(s) or re-enactment(s) thereof for the time being in force] read with Schedule IV of the Companies Act,



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2013 and other applicable provisions, if any, as amended from time to time and based on the approval of Board of Directors of the Company, the approval of members of the Company be and is hereby accorded for appointment of Shri Ashok Kumar Dash (DIN:10516647), being eligible, as an Independent Director of the Company, not liable to retire by rotation, to hold office for a period of one year from July 03, 2025 to July 02, 2026, as recommended by the Board of Directors.

RESOLVED FURTHER THAT the Board of Directors and Company Secretary of the Company be and are hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this Resolution.”

By the order of the Board of Directors

Sd/-

Sonali Jain
Company Secretary

Place: Mumbai
Date: 24.07.2025

Registered office:
IDBI Tower, World Trade Centre,
Cuffe Parade, Colaba, Mumbai 400 005

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF, THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. IN ORDER TO BE EFFECTIVE, THE PROXY FORM DULY COMPLETED SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE SCHEDULED TIME OF THE ANNUAL GENERAL MEETING. BLANK PROXY FORM IS ENCLOSED.

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. Members/Proxies/Representatives should bring the attendance slip duly filled in for attending the meeting. Only Members carrying the attendance slips or holders of valid proxies registered with the Company will be permitted to attend the meeting. In case of shares held in joint names or shares held under different registered folios wherein the name of the sole holder/first joint-holder is same, only the first joint-holder/sole holder or any proxy appointed by such holder, as the case may be, will be permitted to attend the meeting
3. The relevant explanatory statements pursuant to section 102(1) of the Companies Act, 2013 in respect of business under item no. 3 is provided to the members for better understanding and to make informed decision.
4. Corporate members intending to depute their authorized representative(s) to attend the meeting are requested to send certified true copy of the Board resolution authorizing the representative to attend and vote on their behalf in the Meeting.

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

Item no. 3

Shri Ashok Kumar Dash (DIN:10516647), on the recommendation of Nomination & Remuneration committee was appointed as an Additional Independent Director with effect from July 03, 2025 by the Board in accordance with the Article 171 of the Articles of Association and Section 161 of the Companies Act, 2013 (“the Act”).

As per Section 161 of the Act, Shri Ashok Kumar Dash (DIN:10516647) holds office upto the date of the Annual General Meeting on 30th July, 2025. Based on the recommendation of the Board of Directors of the Company proposing the candidature of Shri Ashok Kumar Dash (DIN:10516647) to be appointed as an Independent Director at the ensuing AGM not liable to retire by rotation, Shri Ashok Kumar Dash (DIN:10516647), being eligible for appointment, has consented to the proposed appointment and declared qualified.

The Board of Directors vide circular resolution dated July 03, 2025 approved appointment of Shri Ashok Kumar Dash (DIN:10516647) as an Additional Independent Director of the Company subject to approval of the Shareholders in AGM of the Company.

The Board of Directors considers that Shri Ashok Kumar Dash (DIN:10516647) has requisite expertise, versatility, extensive and enriched experience that will be of benefit to the Company and hence considered his appointment as Independent Director.

None of the other Directors (Other than Shri Ashok Kumar Dash), Key Managerial Personnel or their relatives are in any way, concerned or interested in the said Resolution.

The Board recommends the Ordinary Resolution set out at Item No. 3 of the Notice for approval by the members.

Annexure

Disclosures required under Secretarial Standards -2 on general meeting pertaining to Item No. 3

Sr. No.	Particulars	Details
1.	Name of Director	Shri Ashok Kumar Dash
2.	DIN	10516647
3.	Type	Independent Director
4.	Date of Birth	28-05-1965



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5.	Age	60 years
6.	Qualification	M.Sc. (Ag), CAIIB
7.	No. of Equity Shares held in the Company	Nil
8.	Experience	<p>Shri Ashok Kumar Dash has an excellent communicator with strong analytical, logical, and skills with emphasis on motivation of team members for their development aligned with achievement of long term organizational goals with 36 years of Service experience in Canara Bank. Self-motivated and capable to meet deadlines.</p> <p>He also served as Director at Canbank Financial Services Limited, a subsidiary of Canara Bank where he held the position of Chairman in the Board of Directors of the said subsidiary.</p>
9.	Terms and Conditions	As per the terms and conditions of appointment
10.	Date of first appointment	July 03, 2025
11.	Number of Board Meetings attended during the year	Nil
12.	Directorships held in other Companies (31.03.2025)	Nil
13.	Particulars of Committee Chairmanship/Membership held in other Companies (including this company)	<ol style="list-style-type: none">1. IDBI Asset Management Limited- Audit Committee- Member2. IDBI Asset Management Limited- NRC Committee- Member



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PROXY FORM

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	:	U65100MH2010PLC199319
Name of the Company	:	IDBI ASSET MANAGEMENT LIMITED
Registered Office	:	IDBI Tower, WTC Complex, Cuffe Parade, Colaba, Mumbai - 400 005.

I/We hereby record my/our presence at the fifteenth Annual General Meeting of the members of IDBI Asset Management Limited to be held on Wednesday, 30th July, 2025 at 03:00 p.m. through Video conferencing.

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Member's Folio

Member's/Proxy Name

Member's/Proxy Signature



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CIN	:	U65100MH2010PLC199319
Name of the Company	:	IDBI ASSET MANAGEMENT LIMITED
Registered Office	:	IDBI Tower, WTC Complex, Cuffe Parade, Colaba, Mumbai - 400 005.

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



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I/We, being the members(s) of IDBI Asset Management Limited, holding _____ shares of the Company, hereby appoint

1	Name	:	
	Address	:	
	E-mail Id	:	
	Signature	:	,or failing him

2	Name	:	
	Address	:	
	E-mail Id	:	
	Signature	:	,or failing him

3	Name	:	
	Address	:	
	E-mail Id	:	
	Signature	:	

as my/ our proxy to attend and vote (on a poll) for me/ us and on my/ our behalf at the Fourteenth Annual General Meeting of the member of IDBI Asset Management Limited which will be held on Wednesday, 30th July, 2025 at 03:00 p.m. and at any adjournment thereof in respect of such resolutions set out in the Notice convening the meeting, as are indicated below:

Resolution No.

1.....

2.....



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3.....

4.....

5.....

Signed this..... day of.....2025

Signature of shareholder.....

Signature of Proxy holder(s).....

Affix
Revenue
Stamp

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