



**IDBI ASSET MANAGEMENT LIMITED**  
**CIN: U65100MH2010PLC199319**

## **NOTICE**

**NOTICE** is hereby given that the 5<sup>th</sup> Extraordinary General Meeting of the members of IDBI Asset Management Limited will be held on Thursday, March 28, 2024 at 11.30 a.m. through Video Conferencing/other Audio Video Means, to transact the following business:

### **SPECIAL BUSINESS –**

**Item No. 1: - To consider and approve the modification of investment limit of IDBI Asset Management Limited.**

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

‘**RESOLVED THAT** pursuant to the provisions of section 186, 179(3) and other applicable provisions, if any, of the Companies Act 2013 and subject to such approvals, consents, sanctions and permissions of appropriate authorities as may be necessary, consent of the company be and is hereby accorded to the Board of Directors of the Company including sub-delegation thereof to Committee/ MD & CEO or CEO of IDBI Asset Management Limited (IDBI AMC) and in his absence, CFO of IDBI AMC as the case may be, to invest in mutual funds, fixed deposits and other debt securities, and/or acquire by way of subscription, purchase or otherwise the securities of any Body Corporate, up to a limit not exceeding Rs.250 Crore (Rupees Two Hundred Fifty Crores Only) including ratification of the aggregate of investment so far acquired exceeding the limit previously approved by the shareholders under the said section.

**RESOLVED FURTHER THAT** the Board of Directors / MD & CEO/ CEO / Committee of IDBI Asset Management Limited be and are hereby severally authorised to take, from time to time, all decisions and steps in respect of the above investment including amount and other terms and conditions of such investment, **subject to Board approved Investment Policy**, and to do and perform all such acts, deeds, matters and things as may be necessary, proper or desirable or expedient or incidental in order to giving effect to this resolution.’

**By the order of the Board of Directors**

**Sd/-**

**(Poonam Bansal)**

**Company Secretary**

Place: Mumbai

Date: March 27, 2024

Registered office:

IDBI Tower, World Trade Centre,

Cuffe Parade, Colaba, Mumbai 400 005



**IDBI ASSET MANAGEMENT LIMITED**

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**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. 1.
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.



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

The Board of Directors of your Company, in terms of the applicable Articles of Association and Section 186, 179(3), and all other provisions, if any, of the Companies Act, 2013, related rules, submits that the Company in its Annual General meeting held on August 24, 2015, had authorized the Board of Directors and the Management to invest in mutual funds, fixed deposits and other debt securities, and/or acquire by way of subscription, purchase or otherwise the securities of any Body Corporate, up to a limit not exceeding Rs. 130 Crore (Rupees One Hundred Thirty Crores Only) including ratification for existing investments done, if any.

However, due to the merger of IDBI MF schemes with LIC MF on July 29, 2023, your company had received a total consideration to the extent of Rs.55 crore (Rupees Fifty Five crore only) in cash and balance Rs. 34.81 crore (Rupees Thirty Four crore Eighty One Lakhs Only) in form of equity shares of LIC MF Asset Management Ltd (LIC AMC). Therefore, the total invested funds by the Company exceeded the above limit of Rs.130 crore (Rupees One Hundred Thirty Crores Only). While the Board, at its meeting held on November 24, 2023, had, inter-alia, approved the revised Delegation of Power (DoP) to enable MD & CEO/ CEO to invest total funds to the extent of Rs. 250 crore (Rupees Two Hundred Fifty Crores Only), the revised investment limits also required to be approved by the Shareholders in their General Meeting.

The Board of Directors of your company has accorded their consent to the MD & CEO or CEO of IDBI Asset Management Limited (IDBI AMC), and in his absence to the CFO of IDBI AMC to invest in mutual funds, fixed deposits and other debt securities, and/or acquire by way of subscription, purchase or otherwise the securities of any Body Corporate, up to a limit not exceeding Rs.250 Crore (Rupees Two Hundred Fifty Crores Only) including ratification of the aggregate of investment so far acquired exceeding the limit previously approved by the shareholders under the said section. The said approval is subject to the approval by the members of the Company in its general meeting.

Your Board of Directors therefore have, pursuant to the provisions of the Companies Act, 2013 recommended for passing of the resolution proposed at Agenda No.1 of the Notice.

None of the Directors or Key Managerial Personnel of the Company or their respective relatives are concerned or interested in the Resolution mentioned above.

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 5<sup>th</sup> Extraordinary General Meeting of the member of IDBI Asset Management Limited will be held on \_\_\_\_\_ day, \_\_\_\_ Day of \_\_\_\_\_, 2024 at \_\_\_\_ a.m./p.m.through Video conferencing.

.....

Member's Folio                      Member's/Proxy Name                      Member's/Proxy Signature



**IDBI ASSET MANAGEMENT LIMITED**  
**CIN: U65100MH2010PLC199319**

**Proxy Form**

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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                  | : |  |



**IDBI ASSET MANAGEMENT LIMITED**

**CIN: U65100MH2010PLC199319**

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 5<sup>th</sup> Extraordinary General Meeting of the member of IDBI Asset Management Limited which will be held on \_\_\_\_ day, \_\_\_\_\_ day of \_\_\_\_\_, 2024 at \_\_\_\_\_ a.m./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.....
- 3.....
- 4.....
- 5.....



**IDBI ASSET MANAGEMENT LIMITED**  
**CIN: U65100MH2010PLC199319**

Signed this.....day of.....2024

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.