

## **IKAB SECURITIES & INVESTMENT LIMITED**

CIN No.: L17100MH1991PLC059848

Regd. Office: Raja Bahadur Compound, Building No. 5, 43 Tamarind Lane, Mumbai – 400 001

Tel No.:022 – 4046 3500 Email: [info@ikabsecurities.com](mailto:info@ikabsecurities.com) Website: [www.ikabsecurities.com](http://www.ikabsecurities.com)

### **NOTICE**

Notice is hereby given that the 26<sup>th</sup> Annual General Meeting of the Members of Icab Securities & Investment Limited Company will be held on Friday, September 22, 2017 at Raja Bahadur Compound, Building No. 5, 2<sup>nd</sup> floor, 43 Tamarind Lane, Fort, Mumbai – 400 001 at 11:30 a.m. to transact the following business:

#### **ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Financial Statements for the financial year ended on 31<sup>st</sup> March, 2017 and the Boards' and Auditors' Reports thereon.
2. To appoint a Director in place of Mr. Indra Kumar Bagri (DIN: 0014384) who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.
3. To consider and if thought fit to pass the following resolution as an Ordinary Resolution:

“RESOLVED that pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder, as amended from time to time, M/s Aalok Mehta & Co. Chartered Accountants (Firm Registration No. 126756W), be and are hereby re-appointed as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the next Annual General Meeting of the Company at such remuneration as may be mutually agreed between the Board of Directors of the Company and the Auditors.”

#### **SPECIAL BUSINESS:**

4. To consider and if thought fit to pass the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 and other applicable provisions, if any read with Schedule V of the Companies Act, 2013 and subject to such approvals as may be necessary, the company hereby approves the re-appointment of Mr. Anil Bagri (DIN 00014338) as Managing Director of the company for a period of five years effective from July 16, 2017 on a monthly remuneration of upto Rs. 2,00,000/- including salary, perquisites and other allowances recommended by the Nomination and Remuneration Committee.

Where in any financial year during the currency of the tenure of the Managing Director, the Company has made no profits or its profits are inadequate, the Company shall pay to the Managing Director the above salary and perquisites except commission not exceeding the ceiling limit prescribed in Schedule V of the Companies Act, 2013 as amended from time to time as minimum remuneration.

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“FURTHER RESOLVED THAT the Board of Directors of the Company be and is hereby authorised to alter and / or vary any of the terms of remuneration in consultation with the Managing Director provided such variation is in accordance with the provisions in Schedule V of the Companies Act, 2013 and/ or the provisions of law as may be applicable thereto from time to time.”

“FURTHER RESOLVED THAT the Board be and is hereby authorized to do all such acts, matters, deeds and things and to take such steps as expedient or desirable to give effect to this resolution.”

5. To consider and if thought fit to pass the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 and other applicable provisions, if any read with Schedule V of the Companies Act, 2013 and subject to such approvals as may be necessary, the Company hereby approves the re-appointment of Mr. Abhishek Bagri (DIN 00015897) as Whole-time Director of the company for a period of five years effective from April 1, 2018 on a monthly remuneration of upto Rs.1,00,000/- including salary, perquisites and other allowance as recommended by the Nomination and Remuneration Committee.

“Where in any financial year during the currency of the tenure of the Whole-time Director, the Company has made no profits or its profits are inadequate, the Company shall pay to the Whole-time Director the above remuneration not exceeding the ceiling limit prescribed in Schedule V of the Companies Act, 2013 as amended from time to time as minimum remuneration.

“FURTHER RESOLVED THAT the Board of Directors of the Company be and is hereby authorised to alter and / or vary any of the terms of remuneration in consultation with the Whole-time Director provided, such variation is in accordance with the provisions in Schedule V of the Companies Act, 2013 and / or the provisions of law as may be applicable thereto from time to time.”

“FURTHER RESOLVED THAT the Board be and is hereby authorized to do all such acts, matters, deeds and things and to take such steps as expedient or desirable to give effect to this resolution.”

6. To consider and if thought fit to pass the following resolution as an ordinary resolution:

“RESOLVED THAT pursuant to provisions of Section 20 of the Companies Act, 2013 and other applicable provisions, if any, of the said act and relevant rules prescribed thereunder, whereby a document may be served on any member by the company by sending it to him by post or by registered post or by speed post or by courier or by delivery to his office address or by such electronic or other mode as may be prescribed, the consent of the company be and is hereby accorded to charge from the member in advance equivalent to the estimated actual expenses of delivery of the documents pursuant to any request made by the shareholder for delivery of such document to him through a particular mode of service mentioned above provided such request along with the requisite fee has been duly received by the company at least one week advance of the dispatch of the document by the company.

RESOLVED FURTHER THAT the Directors or Key Managerial Personnel of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things as they may in their absolute discretion deem necessary, proper or desirable and to settle any question, difficulty, doubt that may arise in respect of the matter aforesaid and further to do all such acts, deeds and things as may be necessary, proper or desirable or expedient to give effect to the above resolution.”

**NOTES:**

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY / PROXIES TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF / HERSELF AND THE PROXY / PROXIES NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXY, IN ORDER TO BE EFFECTIVE, SHOULD BE LODGED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.

A person can act as a proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent (10%) of the total share capital of the Company carrying voting rights. Further, 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.

Corporate members intending to send their authorised representative(s) to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorising their representative(s) to attend and vote on their behalf.

Members / Proxies are requested to bring duly-filled Attendance Slip along with their copy of Annual Report to the Meeting.

In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote at the meeting.

2. Statement setting out material facts pursuant to Section 102 of the Companies Act, 2013, which sets out details relating to item numbers 4, 5, 6 of the Notice, is annexed hereto and the information required in respect of appointment / reappointment of directors as per Regulation 36 (3) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 and the Secretarial Standards on General Meetings under item 2 are also annexed hereto.
3. The Register of Members and Share Transfer books of the Company will remain closed from Wednesday, September 20, 2017 to Friday, September 22, 2017 (both days inclusive).
4. Members holding shares in electronic form are requested to intimate immediately any change in their address or bank mandates to their Depository Participants with whom they are maintaining their demat account. Members holding shares in physical form are requested to advise any change in their address or bank mandates immediately to the Registrar and Share Transfer Agent i.e. Satellite Corporate Services Pvt. Ltd.  
For any assistance regarding share transfers, transmissions, change of address or bank mandates, non-receipt of dividends, duplicate / missing share certificates and other relevant matters, the Registrar and Transfer Agents of the Company may be contacted.
5. Members who hold shares in electronic form are requested to mention their DP ID and Client ID number and those who hold shares in physical form are requested to mention their Folio Number in the Attendance Slip for attending the meeting to facilitate identification of membership at the Annual General Meeting.
6. Members are requested to bring their copies of the Annual Report at the time of attending the Annual General Meeting.
7. Members seeking further information on the financial accounts are requested to write to the Company at least seven days before the meeting, so that relevant information can be kept ready at the meeting.
8. Transfer of unpaid / unclaimed dividend etc. to the Investor Education and Protection Fund in terms of Section 124 of the Companies Act, 2013 is not applicable to the company.
9. The Securities Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in security market. Shareholders holding shares in electronic form are, therefore requested to submit the PAN to their Depository Participant with whom they are maintaining their demat accounts. Shareholders holding share in physical form can submit their PAN details to the Company.

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10. Members may also note that the Notice of this Annual General Meeting and the Annual Report for the year 2016-17 will also be available on the company's website: [www.ikabsecurities.com](http://www.ikabsecurities.com) for download.
11. The Notice of the AGM along with the Annual Report 2016-17 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company / Depositories, unless any Member has requested for a physical copy of the same. For Members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode.
12. Members holding shares in physical form are requested to consider converting their holding to dematerialised form to eliminate all risks associated with physical shares. Members can contact the Registrar and Share Transfer Agents of the Company in this regard.
13. To support the 'Green Initiative' the Members who have not registered their e-mail addresses are requested to register the same with Satellite Corporate Services Pvt. Ltd. / Depositories.
14. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company, during normal business hrs (10:00 am to 6:00 pm) on all working days except Saturdays & Sundays (including Public Holidays) upto the date of the Annual General Meeting.
15. A route map showing directions to reach the venue of the 26<sup>th</sup> AGM is given at the end of this Notice.

**16. VOTING THROUGH ELECTRONIC MEANS:**

In compliance with the provisions of Section 108 of the Companies Act, 2013 and the Rules framed thereunder, and Regulation 44 of Securities And Exchange Board Of India (Listing Obligations And Disclosure Requirements) Regulations, 2015, and the Secretarial Standards on General Meetings (SS2) issued by the Institute of Company Secretaries of India, the Company is pleased to provide members facility to exercise right to vote at the 26<sup>th</sup> Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting services provided by Central Depositories Services Limited (CDSL)

**A. The instructions for members for voting electronically are as under:-**

1. In case of members receiving e-mail:
  - (i) Log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com) during the voting period.
  - (ii) Click on "Shareholders" tab.
  - (iii) Now, select the "COMPANY NAME" from the drop down menu and click on "SUBMIT"
  - (iv) Now Enter your User ID (For CDSL: 16 digits beneficiary ID, For NSDL: 8 Character DP ID followed by 8 Digits Client ID, Members holding shares in Physical Form should enter Folio Number registered with the Company and then enter the *captcha code* as displayed and Click on Login.
  - (v) 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. If you are a first time user follow the steps given below.
  - (vi) Now, fill up the following details in the appropriate boxes:

	For Members holding shares in Demat Form	For Members holding shares in Physical Form
PAN *	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)	
DOB #	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.	
Dividend Bank Details #	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. 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.	

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- \* 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 sequence number in the PAN field. 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. e.g: if your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
- # Please enter any one of the details in order to login. In case both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field.
- (vii) After entering these details appropriately, click on "SUBMIT" tab.
  - (viii) Members holding shares in physical form will then reach directly 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.
  - (ix) For Members holding shares in physical form, the details can be used only for remote e-voting on the resolutions contained in this Notice.
  - (x) Click on the EVSN for the Company
  - (xi) 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.
  - (xii) Click on the "Resolutions File Link" if you wish to view the entire Resolutions.
  - (xiii) 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.
  - (xiv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
  - (xv) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
  - (xvi) If Demat account holder has forgotten the changed password then enter the User ID and **captcha code** click on Forgot Password & enter the details as prompted by the system.
  - (xvii) Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to [www.evotingindia.co.in](http://www.evotingindia.co.in) and register themselves as Corporates. After receiving the login details they have to link the account(s) which they wish to vote on and then cast their vote. They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same and can also email to [info@ikabsecurities.com](mailto:info@ikabsecurities.com)

2. In case of members receiving the physical copy:

- (i) Please follow all steps from sl. no. (i) to sl.no.(xvii) above to cast vote.
- A. 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.co.in](http://www.evotingindia.co.in) under help section or write an email to helpdesk at [evoting@cdslindia.com](mailto:evoting@cdslindia.com).
- B. The remote e-voting period commences on Monday, September 18, 2017 (10:00 am IST) and ends on Thursday, September 21, 2017 (5:00 pm IST). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of September 15, 2017 may cast their vote electronically. The remote e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently. Members who wish to cast vote through physical ballot form, should send such form to the Scrutinizer so as to reach him /her not later than Thursday, September 21, 2017 (5:00 pm IST). The members who do not cast vote through remote e-voting or through ballot form sent herewith can vote at the meeting.

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- C. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of September 15, 2017. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting, voting through ballot form as well as voting at the meeting through ballot.
- D. Any person, who acquires shares of the Company and becomes member of the Company after dispatch of the notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at [evoting@cdslindia.com](mailto:evoting@cdslindia.com). However, if you are already registered with CDSL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using “Forgot User Details/Password” option available on [www.evotingindia.com](http://www.evotingindia.com)
3. The Company has appointed Ms. Shalini Bhat, (Membership No. FCS 6484); failing her, Mr. J. U. Poojari, Practicing Company Secretary (Membership No. FCS: 8102) to act as the Scrutinizer to scrutinize the voting and remote e-voting process (including the Ballot Form received from the Members who do not have access to the e-voting process) in a fair and transparent manner.
4. Members who do not have access to e-voting facility may request a physical Ballot Form from the company and send duly completed Ballot Form so as to reach the Scrutinizer appointed by the Board of Directors of the Company, at the address of the Registrar and Share transfer agent of the Company, M/s Satellite Corporate Services Pvt. Ltd., B- 302, Sony Apartment, Opp. ST Jude High School, Off. Andheri Kurla Road, Jarimari, Sakinaka, Mumbai - 400 072 not later than September 21, 2017 (5:00 pm IST). Ballot Form received after this date will be treated as invalid.
5. 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.
6. The Scrutinizer shall, immediately after the conclusion of voting at the general meeting, first count the votes cast at the 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.
7. The results of voting will be declared and the same along with Scrutinizer’s Report(s) will be published on the website of the Company and on the website of CDSL and communicated to the BSE Limited where the shares of the Company are listed within 48 hours from the conclusion of the AGM.

By Order of the Board  
sd/-  
Anil Kumar Bagri  
(DIN: 00014338)  
Managing Director

**Regd. Office:**  
Raja Bahadur Compound  
Bldg No. 5, 2<sup>nd</sup> Floor  
43 Tamarind Lane, Fort  
Mumbai – 400 001

Date: May 30, 2017

**ANNEXURE TO NOTICE**

**Explanatory statement pursuant to section 102(2) of the Companies Act, 2013:**

**Item No. 4:**

The Board of Directors at its meeting held on May 30, 2017 re-appointed Mr. Anil Bagri (DIN: 00014338) as Managing Director of the company for a period of five years with effect from July 16, 2017 on a monthly remuneration of upto Rs. 2,00,000/- including salary, perquisites and other allowance as recommended by the Nomination and Remuneration Committee.

Anil Kumar Bagri, aged 45 years, is a Bachelor of Arts (Economics) from Boston University, USA. He has worked as Summer Trainee at Chemical Bank's European Utilities and Project Finance team in 1993. He worked as an Equity Analyst with Zurich India Mutual Fund from July 1994 to February 1996 and as Junior Analyst at UBS Warburg from April 1996 to April 1998. He has been the Wholetime Director of Ikab Securities and Investment Ltd. since 1998 and Managing Director since 2008. He used to run Ikab's broking and depository businesses, and now runs the company's lending and investment activities. He was also the all-India President of ANMI (Association of National Exchanges Members of India), a pan-India body of over 800 stock exchange members, during 2010-11.

The Resolution at Item Nos. 4 of the Notice for his re-appointment is commended for approval by the Members.

Mr. Anil Bagri is concerned or interested in the Resolution as it relates to his own appointment. Mr. Indra Kumar Bagri and Mr. Abhishek Bagri, relatives of Mr. Anil Bagri, are also deemed to be concerned or interested in the Resolution.

Additional information required to be given along-with a Notice calling General Meeting as per Schedule V to the Companies Act, 2013 is given hereunder:

**I. General Information:**

- |   |  |
|---|--|
| (1) Nature of industry  | NBFC Activities  |
| (2) Date or expected date of commencement of commercial production  | The company is completely into NBFC activities since 2013. It was into the broking business from 1998 to 2013. |
| (3) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus | Not Applicable   |
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Rs. In lakhs

(4) Financial performance based on given indicators	2013-2014	2014-2015	2015-2016
Income (including exceptional income)	1138.79	1902.18	3856.76
Net profit / (Loss) as per profit and loss account	(13.17)	(1.48)	(1.73)
Amount of Dividend paid	0	0	0
Rate of Dividend declared	0	0	0
Earnings before interest, depreciation & taxes	2.55	45.47	31.33
% of EBIDT to turnover	0.23%	2.39%	0.82%

(5) Export performance and net foreign exchange collaborations Nil

(6) Foreign investments or collaborators, if any. Nil

## II. Information about the appointee

(1) Background details

Name: Mr. Anil Bagri  
Designation: Managing Director  
Father's name: Mr. Indra Kumar Bagri  
Nationality: Indian  
Date of Birth: 27-02-1972  
Qualifications: Bachelor of Arts (Economics) from Boston University, USA  
Experience: 23 years

(2) Past remuneration

The gross remuneration paid to him in the year 2016-17 was Rs. 12.00 Lakhs.

(3) Recognition or awards

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(4) Job profile and his suitability

The Managing Director shall be responsible for the management of the whole of the affairs of the Company and to do all acts and things, which in the ordinary course of business, he considers necessary or proper or in the interest of the Company.

Considering the above and having regard to age, qualifications, ability and experience and looking to the business requirement, the proposed remuneration is in the interest of the Company.

(5) Remuneration proposed

Salary upto Rs.2,00,000/- per month.

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- (6) Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person (in case of expatriates the relevant details would be w. r. t. the country of his origin) Compared to the remuneration with respect to the industry, size of the Company etc. the remuneration proposed to be paid to him is very low.
- (7) Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any. Mr. Anil Bagri is one of the Promoters of the Company and he is related to Mr. Indra Kumar Bagri (father) and Mr. Abhishek Bagri (brother) He holds 5,57,507 Equity shares of Rs. 10/- each of the company.

**III. Other information:**

- (1) Reasons of loss or inadequate profits N.A.
- (2) Steps taken or proposed to be taken for improvement N.A.
- (3) Expected increase in productivity and profits in measurable terms. N.A.

**IV. Disclosures:**

The remuneration of Shri Anil Bagri has been disclosed above.  
The Company does not have any scheme for grant of stock options

**Item No. 5:**

The Board of Directors at its meeting held on May 30, 2017 re-appointed Mr. Abhishek Bagri (00015897) as Whole-Time Director of the company for a period of five years effective from April 1, 2018 on a monthly remuneration of upto Rs. 1,00,000/- including salary, perquisites and other allowance as recommended by the Nomination and Remuneration Committee. .

Abhishek Bagri, aged 39 years, is a Bachelor of Arts (Economics) from Mumbai University. He has worked as an Instructor at the Gemmological Institute of India and was a part of the Organizing Committee of the seminar held in October 2000. He worked as an assistant to the Manager of the factory supervising the making of gold ghat, setting, finishing and polishing of the jewellery. He has also worked as a Special Projects Manager at Intergold India Pvt. Ltd. He has been the Wholetime Director of Ikab Securities and Investment Ltd. since 2007 and is also the CFO since December 2014.

Resolution at Item Nos. 5 of the Notice for his re-appointment is commended for approval by the Members.

Mr. Abhishek Bagri is concerned or interested in the Resolutions as it relates to his own appointment. Mr. Indra Kumar Bagri (father) and Mr. Anil Bagri (brother), relatives of Mr. Abhishek Bagri, are also deemed to be concerned or interested in the Resolution.

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Additional information required to be given along-with a Notice calling General Meeting as per Schedule V to the Companies Act, 2013 is given hereunder:

**I. General Information:**

- (1) Nature of industry NBFC Activities
- (2) Date or expected date of commencement of commercial production The company is completely into NBFC activities since 2013. It was into the broking business from 1998 to 2013.
- (3) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus Not Applicable

Rs. In lakhs

(4) Financial performance based on given indicators	2013-2014	2014-2015	2015-2016
Income (including exceptional income)	1138.79	1902.18	3856.76
Net profit/ (Loss) as per profit and loss account	(13.17)	(1.48)	(1.73)
Amount of Dividend paid	0	0	0
Rate of Dividend declared	0	0	0
Earnings before interest, depreciation & taxes	2.55	45.47	31.33
% of EBIDT to turnover	0.23%	2.39%	0.82%

- (5) Export performance and net foreign exchange collaborations Nil
- (6) Foreign investments or collaborators, if any. Nil

**II. Information about the appointee**

- (1) Background details  
Name: Mr. Abhishek Bagri  
Designation: Wholetime Director  
Father's name: Mr. Indra Kumar Bagri  
Nationality: Indian  
Date of Birth: 27.07.1978  
Qualifications: B.A.(Economics)  
Experience: 10 years
- (2) Past remuneration The gross remuneration paid to him in the year 2016-17 was Rs. 3.00 Lakhs.
- (3) Recognition or awards -

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|--|--|
| (4) Job profile and his suitability  | The Wholetime Director shall be responsible for the management of the whole of the affairs of the Company and to do all acts and things, which in the ordinary course of business, he considers necessary or proper or in the interest of the Company.<br>Considering the above and having regard to age, qualifications, ability and experience and looking to the business requirement, the proposed remuneration is in the interest of the Company. |
| (5) Remuneration proposed  | Salary upto Rs.1,00,000/- per month.   |
| (6) Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person (in case of expatriates the relevant details would be w. r. t. the country of his origin) | Compared to the remuneration with respect to the industry, size of the Company etc. the remuneration proposed to be paid to him is very low.   |
| (7) Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.   | Mr. Abhishek Bagri is one of the Promoters of the Company and he is related to Mr. Indra Kumar Bagri (father) and Mr. Anil Bagri (brother). He holds 224595 Equity shares of Rs.10/- each of the company.  |

**III. Other information:**

- |  |      |
|--|------|
| (1) Reasons of loss or inadequate profits                              | N.A. |
| (2) Steps taken or proposed to be taken for improvement                | N.A. |
| (3) Expected increase in productivity and profits in measurable terms. | N.A. |

**IV. Disclosures:**

The remuneration of Shri Anil Bagri has been disclosed above.  
The Company does not have any scheme for grant of stock options

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**Information required as per regulation 36(3) of SEBI (Listing Obligation And Disclosure Requirement) Regulation, 2015.**

Details of Directors seeking re-appointment at the forthcoming Annual General Meeting:

Name of the Director	Indra Kumar Bagri	Anil Bagri	Abhishek Bagri
DIN	00014384	00014338	00015897
Date of Birth	27/05/1948	27/02/1972	27/07/1978
Date of first appointment on the Board	14/07/1994	14/07/1994	29/10/2007
Qualifications	B.Com	Bachelor of Arts (Economics) from Boston University, USA	Bachelor of Arts (Economics) from Mumbai University
Expertise	Share Trading, Investments and Funds Management	Share Trading, Investments, Funds Management and Operations Management	Share Trading, Investments, Funds Management and Operations Management
Number of Meetings of the Board attended during the year	05	05	04
List of Directorship / Membership / Chairmanship of Committees of other Board	Directorship: 1. Oasis Securities Limited	Directorship: 1. Oasis Securities Limited 2. Future Corporate Resources Limited 3. PRTL Enterprises Limited 4. Future Media (India) Limited 5. Future Entertainment Private Limited	Directorship: 1. Emerging Equities Private Limited
Shareholding in Ikab Securities & Investment Limited	10,91,178 shares	5,57,507 shares	2,24,595 shares
Relationship between directors inter-se	Mr. Anil Bagri, Managing Director & Mr. Abhishek Bagri, Whole time Director are sons of Mr. Indra Kumar Bagri	Mr. Indra Kumar Bagri, Director (Father) & Abhishek Bagri, Director (Brother)	Mr. Indra Kumar Bagri, Director (Father) & Anil Bagri, Director (Brother)
Terms and Conditions of appointment	N.A.	As recommended by NRC Committee	As recommended by NRC Committee

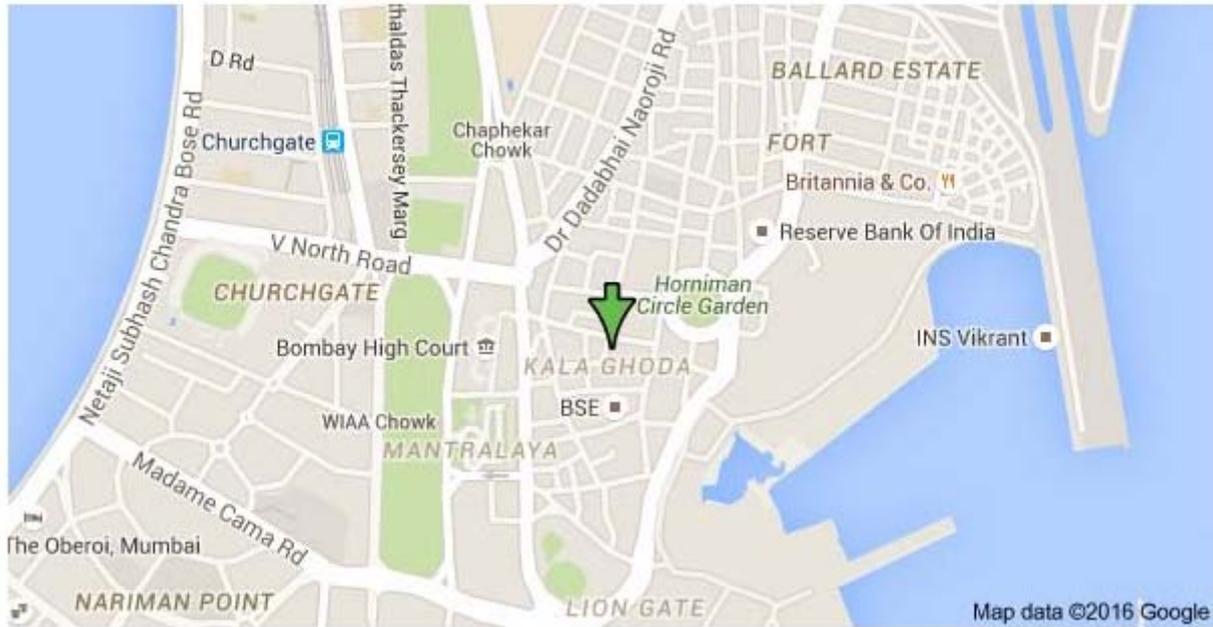
By Order of the Board  
sd/-  
Anil Kumar Bagri  
Managing Director

**Regd. Office:**  
Raja Bahadur Compound  
Bldg No. 5, 2<sup>nd</sup> Floor  
43 Tamarind Lane, Fort  
Mumbai – 400 001

Date: May 30, 2017

*Ikab Securities & Investment Limited*  
*26<sup>th</sup> Annual Report*

**Route-Map to the venue of the Annual General Meeting:**



Ikab Securities and Investment Limited  
Raja Bahadur Compound, Bldg. No. 5, 2<sup>nd</sup> Floor, 43 Tamarind Lane, Fort, Mumbai – 400 001