



Indiabulls Integrated Services Limited

(formerly SORIL Holdings and Ventures Limited and Indiabulls Wholesale Services Limited)

(CIN: L51101DL2007PLC166209)

Registered Office: M - 62 & 63, First Floor, Connaught Place, New Delhi - 110 001

Website: www.indiabullsin Integrated services.com, E-mail: helpdesk@indiabulls.com Tel: 0124-6681199, Fax: 0124-6681240

NOTICE

Notice is hereby given that the **ELEVENTH ANNUAL GENERAL MEETING** of the members of **INDIABULLS INTEGRATED SERVICES LIMITED** (formerly SORIL Holdings and Ventures Limited and Indiabulls Wholesale Services Limited) ('the Company') will be held on Saturday, the 29th day of September, 2018 at 1:00 P.M. at Mapple Emerald, Rajokri, NH-8, New Delhi-110038, to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited standalone and consolidated financial statements of the Company as at March 31, 2018, and the Reports of the Board of Directors and Auditors thereon.
2. To confirm the payment of interim dividend, declared on equity shares of the Company, for the financial year 2017-18.

SPECIAL BUSINESS:

3. **To consider and if thought fit, to pass the following resolution as an ordinary resolution for the appointment of Mr. Ajit Kumar Mittal (DIN: 02698115) as Non-Executive Director of the Company:**

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and 160 of the Companies Act, 2013, read with the applicable rules made thereunder (including any statutory modifications or re-enactments thereof for the time being in force) and Articles of Association of the Company, Mr. Ajit Kumar Mittal (DIN: 02698115), be and is hereby appointed as a Non-executive Director of the Company, liable to retire by rotation."

4. **To consider and if thought fit, to pass the following resolution as an ordinary resolution for the appointment of Mr. Manvinder Singh Walia (DIN: 07988213) as Director of the Company, designated as Executive Director:**

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and 160 of the Companies Act, 2013, read with the applicable rules made thereunder (including any statutory modifications or re-enactments thereof for the time being in force) and Articles of Association of the Company, Mr. Manvinder Singh Walia (DIN: 07988213), be and is hereby appointed as a Director of the Company, designated as Executive Director, liable to retire by rotation."

5. **To consider and if thought fit, to pass the following resolution as a special resolution, for issue of Non- Convertible Debentures and/or Bonds, of the Company, on private placement basis:**

"RESOLVED THAT pursuant to the provisions of Section 42 and other applicable provisions, if any, of the Companies Act, 2013 read with the Rules framed thereunder, as amended, the Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations 2008, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as may be amended from time to time, and subject to other applicable regulations/ guidelines, consent of the members of the Company, be and is hereby accorded to the Board of Directors of the Company (hereinafter called the "Board", which term shall be deemed to include any committee(s) constituted/to be constituted by the Board to exercise its powers conferred by this resolution) to issue Redeemable Non-Convertible Debentures ("NCDs") secured or unsecured and/or Bonds, for cash, either at par or premium or discount to the face value, under one or more shelf disclosure documents and/or under one or more letters of offer, as may be issued by the Company, and in one or more series, on private placement basis, from time to time, during a period of one year from the date of passing of this Resolution, such that the total amount to be raised through issue of such NCDs / Bonds shall be within the borrowings limits, as per shareholders' authorization, of upto Rs. 1,000 Crores.

RESOLVED FURTHER THAT the Board be and is hereby authorized and empowered to arrange or settle the terms and conditions on which all such monies are to be borrowed, from time to time, as to interest, repayment, security or otherwise howsoever as it may think fit and to do all such other acts, deeds and things, as it may deem necessary, in its absolute discretion, including to execute all such agreements, documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred, to any Committee of Directors and / or directors and / or officers of the Company, to give effect to the authority of this resolution.”

6. **To consider and, if thought fit, pass the following resolution as a special resolution for giving Loans and/or providing Guarantees or Securities and/or making investments in Body Corporate(s):**

“**RESOLVED THAT** pursuant to the provisions of Section 186 and any other applicable provisions, if any, of the Companies Act, 2013, read with Rules framed thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force and as may be enacted from time to time), subject to such approvals, consents, sanctions and permissions, as may be necessary, and in accordance with the enabling provisions of Memorandum and Articles of Association of the Company, and all other provisions of applicable laws, consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the “Board”, which term shall include any Committee constituted by the Board or any person(s) authorized by the Board to exercise the powers conferred on the Board by this Resolution) to acquire by way of subscription, purchase or otherwise, the securities of any Body Corporate(s) including Government Securities, AAA rated Corporate Bonds, Certificate of Deposits issued by Banks and / or give loans to any Body Corporate(s) including in the form of Corporate Deposits and/or give any guarantee or provide security in connection with a loan of any Subsidiary Company(ies) upto an aggregate amount outstanding at any time not exceeding 2 times of the Company’s net-worth, notwithstanding that the aggregate of the loans or guarantees or securities so far given or to be given and/ or securities so far acquired or to be acquired by the Company may collectively exceed the limits prescribed under Section 186 of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board be and is hereby authorized and empowered to arrange or settle the terms and conditions on which the Company give loans and/or give any guarantee or provide security in connection with a loan and/or for making investments howsoever as it may think fit and to do all such other acts, deeds and things, as it may deem necessary, in its absolute discretion, including to execute all such agreements, documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred, to any Committee of Directors and/ or directors and / or officers of the Company, to give effect to the authority of this resolution.”

By Order of the Board of Directors
For **Indiabulls Integrated Services Limited**

Sd/-
Priya Jain
Company Secretary
Membership No.: A19925

Place: Gurugram
Date: August 30, 2018

NOTES:

- (a) The Register of Members and Share Transfer Books of the Company shall remain closed from Monday, September 24, 2018 to Saturday, September 29, 2018 (both days inclusive), for annual closing (for Annual General Meeting).
- (b) The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 setting out material facts concerning the business under Item Nos. 3 to 6 of the accompanying Notice, is annexed hereto.
- (c) **A MEMBER ENTITLED TO ATTEND AND VOTE AT THIS MEETING IS ENTITLED TO APPOINT A PROXY OR PROXIES TO ATTEND AND, ON A POLL, TO VOTE ON HIS/HER BEHALF AND A PROXY NEED NOT BE A MEMBER.** A person can act as a proxy on behalf of members not exceeding 50 and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. In case a proxy is proposed to be appointed by a member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.

The instrument of Proxy in order to be effective, should be deposited at the Registered Office or at Corporate Office of the Company, at Gurugram, duly completed and signed, not less than 48 hours before the commencement of the meeting. Proxy form is annexed to this Notice. Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate resolution/authority, as applicable.

- (d) The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to the Depository Participants with whom they maintain their demat accounts. Members holding shares in physical form should submit their PAN to the Registrar and Share Transfer Agent.
- (e) The Ministry of Corporate Affairs (MCA) vide its notification no. S.O. 1833(E) dated May 7, 2018, has done away with the requirement of getting the appointment of the Statutory Auditors ratified at every Annual General Meeting. Since the appointment of existing Statutory Auditors of the Company was initially approved by the shareholders for a period of five years, which will end at the conclusion of next Annual General Meeting, no resolution has been proposed for ratification of their appointment at 11th Annual General Meeting.
- (f) Electronic copy of the Notice of 11th Annual General Meeting (AGM) of the Company and the Annual Report for FY 2017-18 are being sent to all the members whose e-mail IDs are registered with the Company/ Depository Participant(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their e-mail IDs, physical copy of the said Notice and Annual Report inter-alia indicating the process and manner of e-Voting along with Attendance Slip and Proxy Form are being sent in the permitted mode(s). The said Notice and the Annual Report are being sent to all the Members, whose names appeared in the Register of Members as on August 31, 2018, and to Directors and the Auditors of the Company. Members may note that said Notice and the Annual Report for FY 2017-18 is also posted on the website of the Company www.indiabullsintegratedservices.com.
- (g) Voting through electronic means
 - I. In compliance with the provisions of Section 108 of the Companies Act 2013, read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (SEBI (LODR) Regulations, 2015) and Secretarial Standard on General Meetings (SS2) issued by the Institute of Company Secretaries of India, the Company is pleased to provide the facility of voting through electronic means, as an alternative, to all its Members to enable them to cast their votes electronically instead of casting their vote at the Meeting. Please note that the voting through electronic means is optional. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the Meeting ("remote e-voting") will be provided by Karvy Computershare Private Limited (Karvy).
 - II. The facility of voting through ballot paper shall be made available at the Meeting and the members attending the Meeting who have not cast their vote by remote e-voting shall be able to exercise their right to vote at the Meeting through ballot paper.
 - III. The Members who cast their vote by remote e-voting prior to the Meeting may also attend the Meeting.

- IV. The remote e-voting period commences on Wednesday, September 26, 2018 at 10:00 A.M. and ends on Friday, September 28, 2018 at 5.00 P.M. During this period, the Members of the Company holding shares in physical form or in dematerialized form, as on the cut-off date (for reckoning voting rights) being, Saturday, September 22, 2018, may cast their vote by remote e-voting in the manner and process set out herein below. The remote e-voting module shall be disabled by Karvy for voting thereafter. Any person who is not a member as on the cut-off date should treat this Notice for information purposes only.
- V. In case of any query pertaining to e-voting, please visit Help & FAQ's section of <https://evoting.karvy.com>. (Karvy's website).
- VI. The voting rights of the Members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date (for reckoning voting rights) being, Saturday, September 22, 2018.
- VII. The Company has appointed Mr. Sanjay Khandelwal (Membership No. F5945) of M/s. S. Khandelwal & Co., Practicing Company Secretaries, as the Scrutinizer for conducting the electronic voting process in a fair and transparent manner.
- VIII. The process and manner for remote e-voting are as under:
- Open your web browser during the voting period and navigate to '<https://evoting.karvy.com>'
 - Enter the login credentials (i.e.-User-ID & password) mentioned on the Notice. Your Folio No. /DP ID Client ID will be your User-ID.

User – ID	<i>For Members holding shares in Demat Form:-</i> a) For NSDL:- 8 Character DP ID followed by 8 Digits Client ID b) For CDSL:- 16 digits beneficiary ID <i>For Members holding shares in Physical Form:-</i> Electronic Voting Event Number (EVEN) followed by Folio Number registered with the Company.
Password	Your Unique password is printed on the AGM Notice / forwarded through the electronic notice via email.
Captcha	Enter the Verification code i.e., please enter the alphabets and numbers in the exact way as they are displayed, for security reasons.

- Please contact on toll free no. 1-800-34-54-001 for any further clarifications.
- Members can cast their vote online from September 26, 2018 at 10:00 A.M. to September 28, 2018 till 5:00 P.M.
- After entering these details appropriately, click on "LOGIN".
- Members holding shares in Demat/Physical form will now reach Password Change menu wherein they are required to mandatorily change their login password in the new password field. The new password has to be minimum eight characters consisting of at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character. Kindly note that this password can be used by the Demat holders for voting for resolution of any other Company on which they are eligible to vote, provided that Company opts for e-voting through Karvy Computershare Private Limited e-Voting platform. System will prompt you to change your password and update any contact details like mobile no., email ID etc on 1st login. You may also enter the Secret Question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- You need to login again with the new credentials.
- On successful login, system will prompt to select the 'Event' i.e. 'Company Name'.
- If you are holding shares in Demat form and had logged on to "<https://evoting.karvy.com>" and casted your vote earlier for any company, then your existing login id and password are to be used.

- x) On the voting page, you will see Resolution Description and against the same the option 'FOR/ AGAINST/ ABSTAIN' for voting. Enter the number of shares (which represents number of votes) under 'FOR/ AGAINST/ABSTAIN' or alternatively you may partially enter any number in 'FOR' and partially in 'AGAINST', but the total number in 'FOR/AGAINST' taken together should not exceed your total shareholding. If the shareholder does not want to cast the vote, select 'ABSTAIN'.
 - xi) 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.
 - xii) Once you 'CONFIRM' your vote on the resolution, you will not be allowed to modify your vote.
 - xiii) Corporate/Institutional Members (corporate /FIs/FILs/Trust/Mutual Funds/Banks, etc.) are required to send scan (PDF format) of the relevant Board resolution to the Scrutinizer through e-mail to sanjay918@gmail.com with copy to evoting@karvy.com. The file scanned image of the Board Resolution should be in the naming format "Corporate Name_ Event no."
 - xiv) In case a person has become the Member of the Company after August 31, 2018 (cut-off date for dispatch of Notice) and holds the shares of the Company as on the cut-off date (for reckoning voting rights) i.e. September 22, 2018, they may write to Karvy on the email Id: evoting@karvy.com or to Ms. C. Shobha Anand, Dy. Gen. Manager, Contact No. 040-67162222, at [Unit: Indiabulls Integrated Services Limited] Karvy Computershare Private Limited, Karvy Selenium Tower B, Plot No. 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad - 500 032, requesting for the User ID and Password. After receipt of the above credentials, please follow the steps mentioned above, to cast the vote. However, if you are already registered with Karvy for remote e-voting then you can use your existing user ID and password for casting your vote. If you forget your password, you can reset your password by using "Forgot Password" option available on '<https://evoting.karvy.com>'.
- (h) 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 as well as voting at the AGM through ballot paper.
 - (i) The Chairman of the Meeting shall, at the Meeting, allow voting with the assistance of scrutinizer, by use of ballot paper for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
 - (j) The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two (2) witnesses not in the employment of the Company and shall submit, not later than 48 hours of the conclusion of the Meeting, a consolidated Scrutinizers' report of the total votes cast in favour or against, if any, to the Chairman of the Meeting.
 - (k) The Chairman of the Meeting, on receipt of the Scrutinizers' Report, shall declare the results of the voting forthwith and the results declared along with the Scrutinizers' Report shall be placed on the Company's website www.indiabullsinintegratedservices.com and on the website of Karvy immediately after the result is declared and the Company shall, simultaneously, forward the results to Stock Exchanges.
 - (l) All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection, without any fee, at the Registered Office and at Corporate Office of the Company at Gurugram, during normal business hours (11:00 a.m. to 5:00 p.m.) on all working days except Saturdays, upto and including the date of AGM of the Company.
 - (m) The Ministry of Corporate Affairs has taken a "Green Initiative in Corporate Governance" by allowing paperless compliances by Companies through electronic mode. We propose to send all future communications, in electronic mode to the email address provided by you. Shareholders whose e-mail address is not registered with us are requested to please get your e-mail address registered with us, so that your Company can contribute to the safety of environment.
 - (n) Brief profile of the proposed appointee(s), nature of their expertise along with the details, required to be provided in terms of Regulation 36 of the SEBI (LODR) Regulations, 2015 have been provided in the explanatory statement to this Notice.

EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

The following Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("Act") sets out all material facts relating to the business mentioned at Item Nos. 3 to 6 of the accompanying Notice dated August 30, 2018.

Item Nos. 3 and 4:

The Board of the Company, on December 8, 2017, upon recommendation of the Nomination & Remuneration Committee, appointed Mr. Ajit Kumar Mittal (DIN: 02698115), Non-executive Director and Mr. Manvinder Singh Walia (DIN: 07988213), as Whole-time Director, designated as Executive Director, on the Board of the Company.

Brief profiles of appointee directors are as under:

Mr. Ajit Kumar Mittal, Non-executive Director (DIN: 02698115)

Mr. Ajit Kumar Mittal has rich and varied experience of around 3 decades in regulatory, governance, compliances, risk management, business strategy and finance sector, by virtue of his close involvement with the growth and evolution of India's financial sector. Mr. Mittal worked for more than twenty years at the Reserve Bank of India (RBI) in middle and senior management positions and has been at the forefront of macroeconomic and financial sector issues. As General Manager of the Banking Supervision in RBI, he was responsible for monitoring and surveillance of country's banking system for five years. Mr. Mittal was closely involved in coordination with various financial markets, e.g. debt, money, forex and capital market. Mr. Mittal also worked as Financial Sector Advisor to Qatar Central Bank during the 2006-07. Mr Mittal is associated with Indiabulls group since 2007 and handling risk management, regulatory, governance and compliance issues in the financial services business, besides being involved in the overall business strategy and has proven execution skills.

Mr. Mittal is a Masters of Arts in Economics and a Master of Science in Business Administration with Academic Excellence from University of Illinois, U.S.A. He does not hold any shares of the Company and is not related to any other director on the Board of the Company. He is also a director on the Board of Indiabulls Housing Finance Limited, Indian Commodity Exchange Limited, Indiabulls Venture Capital Trustee Company Limited, Indiabulls Trustee Company Limited, Indiabulls Commercial Credit Limited, Indiabulls Asset Reconstruction Company Limited, IVL Finance Limited and Oaknorth Bank Limited.

Mr. Manvinder Singh Walia, Executive Director (DIN: 07988213)

Mr. M S Walia has over 22 years of industry experience and brings deep operational knowledge and first-hand experience in shaping the business strategy, operations etc. Mr. Walia has a rich and varied experience of building and scaling up insurance and SME lending businesses, during which he held regional and national level roles within sales, credit and collections. He has exposure to all aspects of insurance products and its sales and marketing, business development, resource mobilization, credit control, retail banking operations, collections etc. Prior to Indiabulls in 2007, he worked with Standard Chartered Bank and last held position was Zonal Head (SME) at Standard Chartered Bank, where he was responsible for development of business plan for south region, and also monitoring DSR productivity, portfolio behavior. He also worked with Apple Finance for couple of years and was responsible for business generation and branch management, responsible for credit appraisal of proposals.

Mr. Walia holds a master's degree in business administration. He does not hold any shares of the Company and is not related to any other director on the Board of the Company. He is also a director on the Board of Indiabulls General Insurance Limited.

Mr. Ajit Kumar Mittal and Mr. Manvinder Singh Walia are not debarred from holding the office of director by virtue of any SEBI order or any other such authority. Being additional directors, they hold office as such, upto the date of the ensuing Annual General Meeting. Notice(s) in writing have been received from Member(s) of the Company under section 160 of the Companies Act, 2013 signifying their intention to propose the appointments of Mr. Ajit Kumar Mittal and Mr. Manvinder Singh Walia, as directors, liable to retire by rotation. Keeping in view their vast experience and managerial skills, the Board recommends their appointment as directors, liable to retire by rotation, as set out at Item Nos. 3 and 4 of this Notice, for the approval of the Members of the Company by way of ordinary resolutions.

Except the appointee directors, in respective resolutions, none of the Promoters, Directors and Key Managerial Personnel

of the Company and their relatives is concerned or interested, financially or otherwise, in the resolutions set out at Item Nos. 3 and 4 of this Notice.

Item No. 5:

Since, NCDs represent one of the most cost-effective sources of funding and a reliable means of diversification of funding sources, the shareholders of the Company at their Annual General Meeting held on September 28, 2017 had authorized the Company to issue Non-Convertible Debentures (NCDs) and/or Bonds upto the borrowing limits of Rs. 1,000 Crores. However, in accordance with the applicable laws, the said authorization is valid for one year from the date of approval i.e. up to September 27, 2018. Therefore, approval of Members is being sought to reaffirm the authorization for issue of Non-Convertible Debentures (NCDs) and/or Bonds, upto the borrowing limits of Rs. 1,000 Crores.

Accordingly, pursuant to and in terms of Section 42 of the Companies Act, 2013, read with the Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014, as amended, approval of the Members is being sought by way of a Special Resolution as set out at Item No. 5 of this Notice, authorizing the Board to issue NCDs and/or Bonds, on a private placement basis, during a period of one year from the date of this Annual General Meeting (AGM) of the Company, upto an aggregate amount not exceeding the borrowing limits of the Company, as per shareholders' authorization, of Rs. 1,000 Crores.

The Board accordingly recommends, passing of the Special Resolution, as set out at Item No. 5 of this Notice, for the approval of the Members of the Company.

None of the Promoters, Directors and Key Managerial Persons (KMPs) of the Company or any relatives of such Promoters, Directors or KMPs, are in any way concerned or interested, financially or otherwise, in the resolution set out at Item No. 5 of this Notice.

Item No. 6:

In accordance with the provisions of Section 186 of the Companies Act, 2013 read with applicable rules framed thereunder, the consent of the members by way of special resolution is required for the Company the company to be able to do gainful deployment of its funds on a temporary basis, in the overall interest of the Company and its stakeholders. The Company seeks permission of the members, pursuant to and in terms of the provisions of Section 186 of the Companies Act, 2013, to give powers to the Board of Directors or any duly constituted committee thereof, for making further investment (including Government Securities, AAA rated corporate bonds, Certificate of Deposits issued by Banks) or providing loans (including corporate deposits), to any Body Corporate(s) and/or give any guarantee or provide security in connection with a loan of any Subsidiary Company(ies) for an amount outstanding at any time not exceeding 2 times of the Company's net-worth, notwithstanding that the aggregate of the loans or guarantees or securities so far given or to be given and/ or securities so far acquired or to be acquired by the Company may collectively exceed the limits prescribed under Section 186 of the Companies Act, 2013.

The proposed investment(s), loan(s) as the case may be, will be made in accordance with the applicable provisions of the Companies Act, 2013 and relevant Rules framed thereunder

None of the Promoters, Directors and Key Managerial Persons (KMPs) of the Company or any relatives of such Promoters, Directors or KMPs, are in any way concerned or interested, financially or otherwise, in the resolution set out at Item No. 6 of this Notice.

By Order of the Board of Directors
For **Indiabulls Integrated Services Limited**

Place: Gurugram
Date: August 30, 2018

Sd/-
Priya Jain
Company Secretary
Membership No.: A19925

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Indiabulls Integrated Services Limited

(formerly SORIL Holdings and Ventures Limited and Indiabulls Wholesale Services Limited)

(CIN: L51101DL2007PLC166209)

Registered Office: M - 62 & 63, First Floor, Connaught Place, New Delhi - 110 001

Website: www.indiabullsin Integrated services.com, E-mail: helpdesk@indiabulls.com Tel: 0124-6681199, Fax: 0124-6681240

PROXY FORM

[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: _____
E-mail ID: _____ Folio No. / DP ID _____ Client ID _____

I / We, being the member(s) of _____ Equity Shares of the above named Company, hereby appoint:

1. Name: _____ E-mail ID: _____
Address: _____
Signature: or failing him / her
2. Name: _____ E-mail ID: _____
Address: _____
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 Eleventh Annual General Meeting of the Company, to be held on Saturday, the 29th day of September, 2018 at 1:00 P.M. at Mapple Emerald, Rajokri, NH-8, New Delhi-110038, and at any adjournment thereof, in respect of such resolutions set out in the Notice convening the meeting, as indicated below:

RESOLUTION NO.	RESOLUTIONS
ORDINARY BUSINESS	
1.	Adoption of Financial Statements of the Company for the year ended March 31, 2018 and the Reports of Board of Directors and Auditors thereon.
2.	Confirmation of the payment of interim dividend, declared on equity shares of the Company, for the financial year 2017-18
SPECIAL BUSINESS	
3.	Approval for appointment of Mr. Ajit Kumar Mittal (DIN: 02698115) as Non-Executive Director of the Company, liable to retire by rotation.
4.	Approval for appointment of Mr. Manvinder Singh Walia (DIN: 07988213) as Director of the Company, designated as Executive Director, liable to retire by rotation.
5.	Authorization for issue of Non-Convertible Debentures and/or Bonds on a private placement basis, within the borrowing limits of Rs. 1,000 Crores.
6.	Authorization for giving Loans and/or providing Guarantees or Securities and/or making investments in Body Corporate(s) upto an aggregate amount not exceeding 2 times of the Company's net-worth.

Signed this _____ day of _____, 2018

Signature of Shareholder:

Signature of Proxy Holder(s):

Affix
Revenue
Stamp of
Re. 1/-

Note: (1) This form of proxy in order to be effective should be duly completed and deposited at the Registered office mentioned above or Corporate office of the Company at Indiabulls House, 448-451, Udyog Vihar, Phase V, Gurugram-122016, not less than 48 hours before the commencement of the Meeting. (2) A Proxy need not be a Member of the Company. (3) A person appointed as Proxy shall act on behalf of not more than 50 (fifty) Members and holding of not more than 10% of the total share capital of the Company carrying voting rights. However, a Member holding more than 10% 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 Proxy for any other person or Member.

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Indiabulls Integrated Services Limited

(formerly SORIL Holdings and Ventures Limited and Indiabulls Wholesale Services Limited)

(CIN: L51101DL2007PLC166209)

Registered Office: M - 62 & 63, First Floor, Connaught Place, New Delhi - 110 001

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ATTENDANCE SLIP

Folio No.*	
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No. of Shares	
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DP ID	
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Client ID	
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Members or their proxies are requested to present this slip in accordance with the Specimen Signatures registered with the Company, at the entrance of the meeting Hall, for admission.

Name of the attending Member / Proxy _____
(in BLOCK LETTERS)

I hereby record my presence at the Eleventh Annual General Meeting of the Company held on Saturday, the 29th day of September, 2018 at 1:00 P.M. at Mapple Emerald, Rajokri, NH-8, New Delhi-110038.

Member's Signature

Proxy's Signature

* Applicable for Members holding shares in Physical form.

MAP OF AGM VENUE

Address: Mapple Emerald, Rajokri, NH-8, New Delhi - 110038

