

International Data Management Limited

CIN L72300DL1977PLC008782

Regd. Office : 806, Siddharth, 96, Nehru Place, New Delhi-110019

Email : idsmcomplianceofficer@gmail.com; Tel. : 011-26444812

Website : www.idmlimited.in

NOTICE

NOTICE is hereby given that the 47th Annual General Meeting of the Members of International Data Management Limited will be held on Thursday, 26th day of September, 2024 at 3:30 PM (IST), through Video Conferencing/ Other Audio-Visual Means ("VC"/ "OAVM") Facility to transact the following businesses:

ORDINARY BUSINESS:

Item No. 1 - Adoption of Audited Financial Statements along with the Reports of the Board of Directors and of the Auditors thereon

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2024, together with the reports of the Board of Directors and of the Auditors thereon, and in this regard, to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

"**RESOLVED THAT** the Audited Financial Statements of the Company for the financial year ended March 31, 2024, together with the reports of the Board of Directors and of the Auditors thereon be and are hereby received, considered, and adopted."

Item No. 2 - Re-appointment of Mr. Sashi Sekhar Mishra as a Director liable to retire by rotation

To re-appoint Mr. Sashi Sekhar Mishra (DIN – 03072330), who retires by rotation and being eligible, has offered himself for re-appointment as a Director, liable to retire by rotation, and in this regard, to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

"**RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder, Mr. Sashi Sekhar Mishra (DIN 03072330), who retires by rotation at this Annual General Meeting and being eligible, has offered himself for re-appointment as a Director, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

Item No. 3 – Appointment of M/s V. Nagarajan & Co, Chartered Accountants (FRN 004879N) as the Statutory Auditors of the Company for a term of Five Years and to fix their remuneration

To appoint M/s V. Nagarajan & Co, Chartered Accountants (FRN 004879N) as the Statutory Auditors of the Company for a term of Five Years commencing from conclusion of this Annual General Meeting till conclusion of 52nd Annual General Meeting of the Company to be held in the year 2029 and to fix their remuneration and in this regard to consider and if thought fit, to pass, the following resolution as an **Ordinary Resolution**:

"**RESOLVED THAT** pursuant to the provisions of Section 139, 141, 142 and other applicable provisions, of the Companies Act, 2013 (the "Act") read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), M/s V Nagarajan & Co, Chartered Accountants, New Delhi, (FRN 004879N) be and are hereby appointed as the Statutory Auditors of the Company to hold office for a term of five years commencing from the conclusion of this Annual General Meeting till the conclusion of the

52nd Annual General Meeting of the Company to be held in the year 2029, at a remuneration as mentioned in the explanatory statement annexed herewith.

RESOLVED FURTHER THAT the Directors of the Company be and are hereby severally authorized to do all such acts, deeds and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution."

By Order of the Board

For International Data Management Limited

Sd/-

Place: New Delhi

Date: 12th August, 2024

Pradeep Tahiliani
Company Secretary &
Compliance Officer

Membership No: ACS 18570

Notes:

- In compliance with the Circular(s) issued by the Ministry of Corporate Affairs ("MCA") bearing nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020, 2/2022 dated May 5, 2022, 10/2022 dated December 28, 2022, and 09/2023 dated September 25, 2023 and other relevant circulars, if any, issued by MCA ("MCA Circulars"), Regulation 44 of the Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), read with Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, Circular No SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023 and EBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 as issued by the Securities and Exchange Board of India (collectively referred to as "SEBI Circulars") and other applicable laws, rules and regulations, the 47th Annual General Meeting ("AGM") of the Company is being held through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"), without the physical presence of the members at a common venue. The deemed venue for the 47th AGM shall be the Registered Office of the Company.
- The MCA Circulars and the SEBI Circulars have dispensed with the requirement of sending the physical copies of the AGM Notice and Annual Report to the Members of the Company. Accordingly, the Notice of the 47th AGM and the Annual Report 2023-24 of the Company are being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company / Depositories as on 30th August, 2024. Members who wish to obtain physical copies of the 47th AGM Notice and the Annual Report 2023-24, may write to us at idsmcomplianceofficer@gmail.com.

3. Members who have not registered their email addresses with the Company or with their respective Depository Participant(s) and who wish to receive the Notice of the 47th AGM and the Annual Report 2023-24 and other communication(s) sent by the Company, from time to time, can register their email address by following the below procedure:
- Members holding shares in physical form, are requested to register/update their email addresses by submitting physical copy of Form ISR-1 (as available on the website of the Company: www.idmlimited.in) to the Company's Registrar and Share Transfer Agent ("RTA") along with relevant documents at below mentioned address:
Skyline Financial Services Private Limited
D-153 A, 1st Floor, Okhla Industrial Area,
Phase – I, New Delhi-110 020
Email: admin@skylinerta.com
 - Members holding shares in demat form are requested to register/update their email addresses with their Depository Participant(s) only.
4. The attendance of the Members attending the 47th AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013 ("the Act").
5. In terms of the MCA Circulars, since the physical attendance of Members has been dispensed with, there is no requirement of appointment of proxies. Accordingly, the facility of appointment of proxies by Members under Section 105 of the Act will not be available for the 47th AGM. However, in pursuance of Section 112 and Section 113 of the Act, representatives of the Members may be appointed for the purpose of voting through remote e-Voting, for participation in the 47th AGM through VC/OAVM Facility and e-Voting during the 47th AGM.
6. Pursuant to Section 91 of the Act and Regulation 42 of the SEBI Listing Regulations, the Register of Members and Share Transfer Books of the Company shall remain closed on Book Closure Dates i.e. from Friday, 20th September, 2024 to Sunday, 22nd September, 2024 (both days inclusive).
7. Pursuant to Section 108 of the Act, Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of the SEBI Listing Regulations and Secretarial Standard on General Meetings (SS- 2) issued by the Institute of Company Secretaries of India, the Company is pleased to provide the facility to Members to exercise their right to vote on the resolutions proposed to be passed at AGM by electronic means. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on the cut-off date i.e. Thursday, 19th September, 2024 are entitled to vote on the resolutions as mentioned in this Notice. The voting rights of Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the aforesaid cut-off date. A person who is not a Member as on the cut-off date should treat this Notice for information purpose only. The Members may cast their votes through electronic voting system (remote e-voting). The remote e-voting period will commence at 9.00 a.m. (IST) on Monday, 23rd September, 2024 and will end at 5.00 p.m. (IST) on Wednesday, 25th September, 2024. The remote e-voting module shall be disabled after 5:00p.m. (IST) on Wednesday, 25th September, 2024. In addition, the facility for e-voting shall also be made available during the AGM. Members participating in the AGM through Video Conference/ Other Audio-Visual Means who have not cast their vote by remote e-voting shall be eligible to cast their vote through e-voting during the AGM. Members who have voted through remote e-voting shall be eligible to participate the AGM, however, they shall not be eligible to vote at the meeting. The Company has appointed Mr. Nishant Rana, Proprietor of M/s Rana & Associates, Company Secretaries, to act as the Scrutinizer, to scrutinize the entire e-voting process in a fair and transparent manner.
8. Corporate / Institutional Members (i.e. other than individuals, HUF, NRI etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the 47th AGM through VC / OAVM and vote on its behalf. The said Resolution/Authorization shall be sent to the Scrutinizer by email through its registered email address at rana.nishant11@gmail.com or to the Skyline Financial Services Private Limited, Registrar and Share Transfer Agent at admin@skylinerta.com / compliances@skylinerta.com with a copy marked to helpdesk.evoting@cdslindia.com.
9. Members may join the 47th AGM through VC/OAVM Facility, by following the procedure as mentioned below, which shall be kept open from 3:00 p.m. (IST) i.e. 30 minutes before the time scheduled to start the 47th AGM and the Company may close the window for joining the VC/OAVM Facility 15 minutes after the scheduled time to start the 47th AGM. Members may note that the VC/OAVM Facility allows participation of at least 1,000 Members on a first-come-first-served basis. The large shareholders (i.e. shareholders holding 2% or more shareholding), promoters, institutional investors, directors, key managerial personnel, the Chairperson(s) of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, auditors, etc. can attend the 47th AGM without any restriction on account of first-come-first-served principle.
10. 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 their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company at idscomplianceofficer@gmail.com or the Skyline Financial Services Private Limited, Registrar and Share Transfer Agent at admin@skylinerta.com / compliances@skylinerta.com.
11. The SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSDPOD-1/P/CIR/2023/37 dated March 16, 2023 read with SEBI Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2023/158 dated September 26, 2023 has required the following:
- furnishing of PAN, Address with PIN code, Mobile Number, Bank Account details, Specimen Signature and Nomination by holders of physical securities. Shareholders are encouraged to also register their email address with the RTA to avail the online service.
 - any service request of the shareholder shall be entertained only upon registration of the aforementioned details.
- The relevant forms for submitting aforementioned details are available on the website of the Company. The shareholders are advised to provide the duly filled in and signed documents along with the related proofs to the RTA.
12. The SEBI Circular no. SEBI/HO/MIRSD/POD/1/P/CIR/2024/81 dated June 10, 2024, notified that the security holders holding securities in physical form shall be eligible for receipt of any payment including dividend, interest or redemption payment as

well as to lodge grievances or avail any service from the RTA even if "Choice of Nomination" is not submitted by them.

13. As per Regulation 40 of the SEBI Listing Regulations, as amended, the securities of listed companies can be transferred only in dematerialized form. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact their Depository Participants with whom they are maintaining their demat account, the Company or Company's Registrars and Transfer Agent for assistance in this regard.
14. Members may please note that SEBI, vide its Circular dated 25th January, 2022, mandated the listed companies to issue securities in demat form only, while processing any service request(s) related to issue of duplicate securities certificate; renewal/exchange of securities certificate; endorsement; subdivision/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition, etc. Accordingly, the Members are requested to make service requests by submitting a duly filled and signed Form ISR – 4, the format of which is available on the website of the Company at www.idmlimited.in.
15. Central Depository Services (India) Limited ("CDSL") will be providing facility for convening 47th AGM through VC/OAVM Facility, voting through remote e-voting and e-voting during the 47th AGM. The Notice calling the 47th AGM can be accessed on the website of the Company at www.idmlimited.in. The Notice can also be accessed from the website of the Stock Exchange i.e. BSE Limited at www.bseindia.com. The 47th AGM Notice is also disseminated on the website of CDSL i.e. www.evotingindia.com.
16. In case of joint holders attending the Meeting, only the Member whose name appears first will be entitled to vote.
17. Since 47th AGM of the Company will be held through VC/OAVM Facility, therefore Route Map is not annexed to this Notice.
18. The resolutions will be deemed to be passed on the date of AGM subject to receipt of the requisite number of votes in favour of the Resolutions. The results shall be declared within two working days of conclusion of the AGM of the Company. The results along with Scrutinizer's Report shall be placed on the website of the Company, website of CDSL and by filing with the Stock Exchange (BSE Limited). It shall also be displayed on the Notice Board at the Registered Office of the Company.

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

Item No. 2

Presently, the Board of Directors of the Company comprises of five Directors including two Independent Directors, who are not liable to retire by rotation. The Board of Directors of the Company, on the recommendation of the Nomination and Remuneration Committee has recommended the re-appointment of Mr. Sashi Sekhar Mishra, Director & Manager, as a Director liable to retire by rotation at this AGM of the Company. Mr. Sashi Sekhar Mishra, being eligible has offered himself for re-appointment.

The Board of Directors recommends the resolution as set out at item no. 2 of the Notice for the approval of the Members as an ordinary resolution.

None of the Directors or Key Managerial Personnel or their relatives are in any way, concerned or interested, financially or otherwise, in the proposed resolution, except to the extent of their respective shareholding, if any, in the Company.

The details as required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 in respect of Mr. Sashi Sekhar Mishra are mentioned hereunder:

Name of Director	Mr. Sashi Sekhar Mishra (DIN 03072330)
Date of Birth	1 st November, 1968
Age	55 years
Qualification	B.Com & LL.B
Brief resume, nature of expertise in specific areas and experience	Mr. Sashi Sekhar Mishra is a Commerce and Law Graduate having nearly 28 years of experience in various operational and compliance roles. His engagements include Accounts & Finance, Treasury management, MIS, Taxation, etc.
Terms and Conditions of appointment/re-appointment including remuneration to be paid	As per the provisions of the Companies Act, 2013, Mr. Sashi Sekhar Mishra is eligible to be re-appointed as Director liable to retire by rotation at this AGM. The other terms and conditions of re-appointment of Mr. Sashi Sekhar Mishra as Director & Manager of the Company remain the same as approved by the Members of the Company at 43 rd AGM held on 23 rd September, 2020.
Details of past remuneration	NIL
Date of first appointment	31-March-2015
Shareholding in the Company	NIL
Shareholding as a beneficial owner	NIL
Relationship with other Directors/Manager and other KMPs	None
Directorships on Board of other companies	Mr. Sashi Sekhar Mishra is on the Board of following other companies: <ul style="list-style-type: none"> • Grotto Infra Developers Private Limited • Saola Infra Developers Private Limited • Dhrtvan Business Accelerations Private Limited (Formerly known as Spire Infra Developers Private Limited) • Cityframe Infra-Developers Pvt. Ltd. • Buoyant Infra-Developers Private Limited • Esthetic Infra-Developers Private Limited • Pimpri Chinchwad eservices Limited • South Asian Computers Limited • HCL Infosolutions Limited • Universal Office Automation Limited • HCL Employees Investment Co. Limited
Membership/Chairmanship of Committees of other companies	NIL

Membership/Chairmanship of Committees of the Company	NIL
No. of Board Meetings attended during the financial year ended March 31, 2024	5 meetings were held during FY 2023-24. All these meetings were attended by Mr. Sashi Sekhar Mishra.
Resignation from Listed entities in the past three years	NIL

Item No. 3

M/s V. Nagarajan & Co., Chartered Accountants, (Firm Registration No. 004879N) were appointed as the Statutory Auditors of the Company in the casual vacancy caused by the resignation of M/s Purushothaman Bhutani & Co., Chartered Accountants, (FRN 005484N) to hold office of Statutory Auditors of the Company till the conclusion of this Annual General Meeting ("AGM"), vide resolution passed by the Members of the Company through Postal Ballot for which the voting results were declared on 25th January, 2024.

Based on the recommendations of the Audit Committee, the Board of Directors at their meeting held on 27th May, 2024, considered, approved and recommended the appointment of M/s V. Nagarajan & Co., Chartered Accountants to the Members of the Company for their approval at this AGM for the first term of 5 (five) consecutive years from conclusion of the 47th AGM until the conclusion of the 52nd AGM of the Company to be held to in the year 2029. M/s V Nagarajan & Co., Chartered Accountants, have consented to be appointed as the Statutory Auditors of the Company and have confirmed that their appointment, if approved by the Members of the Company, would be within the limits prescribed under the Companies Act, 2013 and they are not disqualified to act as Statutory Auditors of the Company.

The Board of Directors recommends the resolution as set out at item no. 3 of the Notice for the approval of the Members as an ordinary resolution.

None of the Directors or Key Managerial Personnel or their relatives are in any way, concerned or interested, financially or otherwise, in the proposed resolution, except to the extent of their respective shareholding, if any, in the Company.

Additional Information pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is as under:

Details	Particulars
Proposed fees payable to statutory auditors	Fees proposed to be paid to M/s. V. Nagarajan & Co., Chartered Accountants for the financial year 2024-25 is Rs. 1,00,000/- (Rupees One Lakh only) excluding applicable taxes. The fees for subsequent financial years of the term of appointment, may be revised by the Board of Directors, on recommendation of the Audit Committee and as may be mutually agreed with the Statutory Auditors.
Terms of appointment	M/s V. Nagarajan & Co., Chartered Accountants, (Firm Registration No. 004879N) are proposed to be appointed for the first term of five (5) consecutive years from the conclusion of the 47 th AGM till the conclusion of 52 nd AGM of the Company.
In case of a new auditor, any material change in the fee payable to such auditor from that paid to the outgoing auditor along with the rationale for such change	M/s V. Nagarajan & Co., Chartered Accountants, were appointed to hold office of the Statutory Auditors of the Company in the casual vacancy till conclusion of this AGM. Since there is no outgoing auditor hence not applicable.

Basis of recommendation for appointment including the details in relation to and credentials of the statutory auditor(s) proposed to be appointed

Profile of M/s V. Nagarajan & Co., Chartered Accountants: Established in year 1984, M/s V. Nagarajan & Co., Chartered Accountants, (Firm Registration No. 004879N) ("VNC") is a professionally managed Chartered Accountants firm. VNC has offices in Noida, Gurugram and Hyderabad and has five Partners, Six Senior Consultants and thirty-five plus staff inter-alia in the field of Taxation, Audit & Assurance, Merger-Demerger.

VNC has specialized in Taxation, Litigation, Statutory Audit, Internal Audit, Valuation, Governance Risk and Compliance, FEMA and Other Management reporting and has undergone for peer review from the Board of the Institute of Chartered Accountants of India and has been awarded with the peer review certificate. VNC also has experience in international consulting assignments in the above fields of specialization, in South East Asian Countries. It acted as consultants to CGAP, (an arm of World Bank), Shore Bank International, Ford Foundation and Swiss Development Cooperation.

Considering the evaluation of the past performance and basis the profile and credentials of M/s V. Nagarajan & Co., Chartered Accountants, the Audit Committee and the Board of the Company recommended the proposed appointment of M/s V. Nagarajan & Co., Chartered Accountants as the Statutory Auditors, to be in the best interest of the Company.

By Order of the Board
For International Data Management Limited

Sd/-

Place: New Delhi
Date: 12th August, 2024

Pradeep Tahiliani
Company Secretary &
Compliance Officer

Membership No: ACS 18570

THE INSTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (i) The voting period begins on **23rd September, 2024 at 9:00 A.M. (IST)** and ends on **25th September, 2024 at 5:00 P.M. (IST)**. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of **19th September, 2024**, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure

Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- (iv) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings for **Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<ol style="list-style-type: none"> 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/ Easiest, option to register is available at

	<p>https://web.cdslindia.com/myeasi/Registration/EasiRegistration4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
Individual Shareholders holding securities in demat mode with NSDL Depository	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDEAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDEAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDEAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDEAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
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Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cDSLindia.com or contact at toll free no. 1800 22 55 33
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 022 - 4886 7000 and 022-2499 7000

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(v) Login method for e-Voting and joining virtual meetings for **Physical Shareholders and Shareholders other than individual holding in Demat form.**

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on "Shareholders" module.
- 3) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-Voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

For Members holding shares in Demat form & 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) <ul style="list-style-type: none"> • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

- (vi) After entering these details appropriately, click on "SUBMIT" tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders 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.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the 'International Data Management Limited'
- (x) 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.
- (xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xii) 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.
- (xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution / Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer at the email address at rana.nishant11@gmail.com or to Skyline Financial Services Private Limited, Registrar and Share Transfer Agent at admin@skylinerta.com / compliances@skylinerta.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE 47th AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the 47th AGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the 47th AGM.
4. Shareholders are encouraged to join the 47th AGM through Laptops /IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by

sending their request in advance atleast 2 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at company email id i.e. idmcomplianceofficer@gmail.com or the Skyline Financial Services Private Limited, Registrar and Share Transfer Agent at admin@skylinerta.com / compliances@skylinerta.com . The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance atleast 2 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at company email id i.e. idmcomplianceofficer@gmail.com the Skyline Financial Services Private Limited, Registrar and Share Transfer Agent at admin@skylinerta.com / compliances@skylinerta.com. These queries will be replied to by the company suitably by email

8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the 47th AGM.
9. Only those shareholders, who are present in the 47th AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the 47th AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the 47th AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE RTA/DEPOSITORIES.

- Members holding shares in physical form, are requested to register/update their email addresses/mobile number by submitting physical copy of Form ISR-1 (as available on the website of the Company:www.idmlimited.in) to the Company's Registrar and Share Transfer Agent ("RTA") along with relevant documents at below mentioned address:

Skyline Financial Services Private Limited
D-153 A, 1st Floor, Okhla Industrial Area,
Phase – I, New Delhi-110 020
Email: admin@skylinerta.com

- Members holding shares in demat form are requested to register/update their email addresses / mobile number with their Depository Participant(s) only.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futorex, Mafatnal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no. 1800 22 55 33.