

F MEC INTERNATIONAL FINANCIAL SERVICES LIMITED~~CIN : L74899DL1993PLC053936~~

Website : www.fmecinternational.com

Email : fmecinternational@gmail.com

Tel : 011-43680407

02.06.2018

To
Listing Department
BSE Limited
Floor 25, P J Towers
Dalal Street, Mumbai-400001
Scrip Code- 539552
BSE ID: FMEC

Dear Sir/Ma'am

Subject: Intimation of the 1st Extraordinary General Meeting of the Company for the Financial Year 2018-2019 and e-voting facility

We wish to inform you that the 1st Extraordinary General Meeting (EGM) of the members of **F MEC INTERNATIONAL FINANCIAL SERVICES LIMITED** for the Financial Year 2018-2019 will be held on Monday, 25th June, 2018 at the Registered Office of the Company located at IInd Floor, Central Bank Building 13-B, Netaji Subhash Marg, Daryaganj, Delhi- 110002.

Further in terms of Regulation of 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time), the Company has engaged the services of Central Depository Services (India) Limited, for providing the Remote E-voting Facility to its members. The members holding shares (in demat or in physical) as on **18th June, 2018 ("cut-off date")** shall be given a facility to cast their vote electronically through e-voting on the business items to be transacted at the Extraordinary General Meeting. **The period of remote e-voting shall commence on Thursday, 21st June, 2018 (09:00 a.m. IST) and ends on Saturday, 23rd June, 2018 (05:00 p.m. IST)**

Further, it is to be noted that in accordance with the provisions of SEBI (Prohibition of Insider Trading) Regulation, 2015 and the Company's code of conduct for Prevention of Insider Trading, the **"Trading Window"** for dealing in the securities of the Company shall remain closed from **03rd June, 2018 to 27th June, 2018 (both days inclusive)** for Directors/ Officers/Employees of the Company along with Designated Persons and their immediate relatives. The trading window shall reopen from **28th June, 2018**.



We are enclosing herewith the notice of the 1st Extraordinary General Meeting of the Company for the Financial Year 2018-2019.

This is for your kind information and records. You are requested to record and acknowledge the same.

Thanking You

For **F MEC INTERNATIONAL FINANCIAL SERVICES LIMITED**



Radhika Kathuria

Mem No : 53515

Company Secretary & Compliance Officer

F MEC INTERNATIONAL FINANCIAL SERVICES LIMITED

IInd Floor, Central Bank Building, 13- B Netaji Subhash Marg, Daryaganj, Delhi- 110002

CIN:- L65100DL1993PLC053936

E-mail- fmecinternational@gmail.com

Website:- www.fmecinternational.com

Telephone:- 011- 43680407

NOTICE OF THE EXTRAORDINARY GENERAL MEETING

NOTICE is hereby given that the 1st Extraordinary General Meeting of the members of **F MEC INTERNATIONAL FINANCIAL SERVICES LIMITED** will be held on Monday, 25th day of June, 2018 at the Registered Office of the Company located at IInd Floor, Central Bank Building 13-B, Netaji Subhash Marg, Daryaganj , Delhi- 110002 at 03:00 P.M. to transact the following business:

SPECIAL BUSINESS:

Item No. 1: Increase in the Borrowing Limits of the Company pursuant to Section 180(1)(c) of the Companies Act, 2013 and the applicable rules of Companies (Meeting of the Board and its Powers) Rules, 2014

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

“**RESOLVED THAT** pursuant to the provisions of Section 180(1)(c) and other applicable provisions, if any of the Companies Act 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014, including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, and the Articles of Association of the Company, the 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 be deemed to include any Committee of the Board), for borrowing from time to time as they may think fit ,for the purpose of the business of the Company, from any one or more Banks, Financial Institutions and other Persons, Firms, Bodies Corporate, any sum or sums of money not exceeding INR 15,00,00,000 [Rupees Fifteen Crore only] [including the money already borrowed by the Company] in Indian Rupees or equivalent thereof in any foreign currency(ies) on such terms and conditions as the Board may deem fit, whether the same may be secured or unsecured and if secured, whether domestic or international, whether by way of mortgage, charge or hypothecation, pledge or otherwise in any way whatsoever, on, over or in any respect of all, or any of the company's assets and effects or properties including stock in trade, notwithstanding that the money to be borrowed together with the money already borrowed by the Company (apart from the temporary loans obtained from the Company’s Bankers in the ordinary course of business) and remaining un-discharged at any given time, exceed the aggregate, for the time being, of the paid up capital of the Company and its free reserves, that is to say, reserves not set apart for any specific purpose and that the Board be and is hereby empowered and authorised to arrange or fix the

terms and conditions of all such monies to be borrowed from time to time as to interest, repayment, security or otherwise as it may, in its absolute discretion, think fit.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company and/or any person authorized by the Board from time to time be and is hereby empowered and authorised to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary, proper, or desirable and to settle any question, difficulty, doubt that may arise in respect of the borrowing(s) aforesaid and further to do all such acts, deeds and things and to execute all documents and writings as may be necessary, proper, desirable or expedient to give effect to this resolution.”

Item No. 2: Creation of Security on the Properties of the Company pursuant to Section 180 (1) (a) of the Companies Act, 2013 and the applicable rules of Companies (Meeting of the Board and its Powers) Rules, 2014

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

“RESOLVED THAT pursuant to the provisions of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with the Companies (Meetings of Board and its Powers) Rules, 2014 including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, and the Articles of Association of the Company, 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 be deemed to include any Committee of the Board) for creation of charge / mortgage / pledge / hypothecation / security in addition to existing charge / mortgage / pledge / hypothecation / security, in such form and manner and with such ranking and at such time and on such terms as the Board may determine, on all or any of the moveable and / or immovable properties, tangible or intangible assets of the Company, both present and future and / or the whole or any part of the undertaking(s) of the Company, as the case may be in favour of the Lender(s), Agent(s) and Trustee(s), for securing the borrowings availed / to be availed by the Company by way of loan(s) (in foreign currency and / or rupee currency) and securities (comprising fully / partly convertible debentures and/or non convertible debentures with or without detachable or non-detachable warrants and / or secured premium notes and / or floating rate notes / bonds or other debt instruments), issued / to be issued by the Company from time to time, subject to the limits approved under Section 180(1)(c) of the Act , any sum or sums of money not exceeding INR 15,00,00,000 [Rupees Fifteen Crore only] together with interest at the respective agreed rates, additional interest, compound interest in case of default, accumulated interest, liquidated damages, commitment charges, premia on prepayment, remuneration of the Agent(s) / Trustee(s), premium (if any) on redemption, all other costs, charges and expenses, including any increase as a result of devaluation / revaluation / fluctuation in the rates of exchange and all other monies payable by the Company in terms of the Loan Agreement(s), Debenture Trust Deed(s) or any other document, entered into / to be entered into between the Company and the Lender(s) /

Agent(s) / Trustee(s) / State Government(s) / Agency(ies) representing various state government and/or other agencies etc. in respect of the said loans / borrowings / debentures / securities / deferred sales tax loans and containing such specific terms and conditions and covenants in respect of enforcement of security as may be stipulated in that behalf and agreed to between the Board and the Lender(s) / Agent(s) / Trustee(s) / State Government(s) / Agency(ies), etc.

RESOLVED FURTHER THAT the securities to be created by the Company as aforesaid may rank prior / pari passu / subservient with / to the mortgages and /or charges already created or to be created in future by the Company or in such other manner and ranking as may be thought expedient by the Board and as may be agreed to between the concerned parties.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorised to finalise, settle, and execute such documents / deeds / writings / papers / agreements as may be required and to do all such acts, deeds, matters and things, as it may in its absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in regard to creating mortgages / charges as aforesaid.”

Item No. 3: Increase in the Investment Limits of the Company pursuant to Section 186(3) of the Companies Act, 2013 and the applicable rules of Companies (Meeting of the Board and its Powers) Rules, 2014

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

"RESOLVED THAT pursuant to the provisions of Section 186 of the Companies Act, 2013, read with The Companies (Meetings of the Board and its Powers) Rules, 2014 as amended from (including any amendment thereto or re-enactment thereof for the time being in force), if any, the approval of the Members of the Company be and is hereby accorded to the Board of Directors (hereinafter referred to as “the Board” which term shall be deemed to include any Committee of the Board) to (a) give any loan to any body corporate(s) / person (s); (b) give any guarantee or provide security in connection with a loan to any body corporate(s) / person (s); and (c) acquire by way of subscription, purchase or otherwise, securities of any body corporate from time to time in one or more tranches as the Board of Directors as in their absolute discretion deem beneficial and in the interest of the Company, for an amount not exceeding INR 15,00,00,000 (Rupees Fifteen Crore only) outstanding at any time notwithstanding that such investments, outstanding loans given or to be given and guarantees and security provided are in excess of the limits prescribed under Section 186 of the Companies Act, 2013.

RESOLVED FURTHER THAT for the purpose of giving effect to the above, Board of Directors of the Company and/or any person authorized by the Board from time to time be and is hereby empowered and authorised to take such steps as may be necessary for obtaining approvals, statutory or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto and to sign and to execute deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution.”

By the order of the Board

F MEC INTERNATIONAL FINANCIAL SERVICES LIMITED

Sd/-

Apoorve Bansal

DIN: 08052540

**Add : A-708,Unesco Apartment 55, I.P. Extn.
Patparganj, Shakarpur ,Delhi 110092**

Place: New Delhi

Date: 01.06.2018

NOTES:

- 1. A Member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself/herself and the proxy need not be a member of the company.**
2. Proxy form in MGT-11/ Instrument appointing the proxy duly filled up and executed must be received at the Registered Office of the company not less than 48 hours before the time fixed for the meeting. Proxies submitted on behalf of limited companies, societies, etc., must be supported by an appropriate resolution/authority, as applicable.
3. A person can act as a Proxy on behalf of not more than fifty members holding in aggregate, not more than ten percent of the total share Capital of Company carrying voting rights. A member holding more than 10% of the total share capital of the Company and carrying voting rights may appoint a single person as Proxy, who shall not act as a Proxy for any other Member.
4. The Statement as required under Section 102 of the Companies Act, 2013 in respect of all items of Special Business as set out in the notice is annexed hereto.
5. The Notice of the EGM, Attendance Slip and other relevant documents is being sent by electronic mode to all the Members, whose e-mail addresses are available with the Company or Depositor(ies), unless any Member has requested for a physical copy of the same.
6. Physical copy of the Notice of EGM, Attendance Slip and other relevant documents are being sent to those Members who have not registered their email address with the Company or Depository Participant(s).
- 7. The Register of Members and Share Transfer Books shall remain closed from 18th June, 2018 to 25th June, 2018 (both days inclusive).**

8. Members desiring any further information on the business to be transacted at the meeting should write to the Company at least 15 days before the date of the meeting so as to enable the management to keep the information, as far as possible, ready at the meeting.
9. Members are requested to notify the Company their change of address, if any, to the Registered Office of the Company.
10. Members are requested to bring their Attendance Slip with them at the Extra-ordinary General Meeting.
11. All correspondence relating to shares may be addressed to the Registered Office of the Company.
12. The business set out in the Notice can be transacted through electronic voting system and the Company is providing facility for voting by electronic means. Instructions and other information relating to e-voting are given in this Notice under Note No 14.
13. As per provisions of the Companies Act, 2013 facility for making nominations is available to the shareholders in respect of the shares held by them. Nomination forms can be obtained from the Registered Office of the Company.

14. Voting Through Electronic Means

- a) Pursuant to the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014, as amended and regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide to its members facility to exercise their right to vote on resolutions proposed to be passed in the Meeting as stated in the Notice by electronic means. The members may cast their votes using an electronic voting system from a place other than the venue of the Meeting ('remote e-voting').
- b) The facility for voting through electronic voting system ('Insta Poll') 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 vote at the Meeting through 'Insta Poll'.
- c) The members who have cast their vote by remote e-voting may also attend the Meeting but shall not be entitled to cast their vote again.
- d) The Company shall also provide facility for voting through polling paper which shall be available at the meeting and members attending the meeting who have not already casted their vote by remote e-voting shall be able to exercise their right to vote at the meeting.
- e) The Company is providing facility for voting by electronic means to its members to enable them to cast their votes through such voting. The Company has engaged the services of Central Depository Service Limited ("CDSL") as the Authorised Agency to provide remote e-voting facility (i.e. the facility of casting votes by a member by using an electronic voting system from a place other than the venue of a general meeting).
- f) The Board of Directors of the Company has appointed Mr. Ashok Kumar Verma, Practicing Company Secretary, New Delhi as Scrutinizer to scrutinize the Insta Poll and remote e-voting process in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for same purpose.
- g) Remote e-voting facility will be available during the following period:

Commencement of remote e-voting	9.00 a.m. 21 st June 2018
End of remote e-voting	5.00 p.m. 23 rd June 2018

Please note that remote e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be disabled upon expiry of aforesaid period.

h) The cut-off date for the purpose of voting (including remote e-voting) is 18th June, 2018.

i) The Scrutinizer, after scrutinizing the votes cast at the meeting (Insta Poll) and through remote e-voting, will, not later than three days of conclusion of the Meeting, make a consolidated scrutinizer's report and submit the same to the Chairman. The results declared along with the consolidated scrutinizer's report shall be placed on the website of the Company www.fmecinternational.com. The results shall simultaneously be communicated to the Stock Exchanges.

Information and other instructions relating to -voting are as under:

- (i) The voting period begins on Thursday, 21st June, 2018 09:00 A.M and ends on Saturday, 23rd June, 2018 05:00 P.M. During this period , shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. 18th June 2018 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) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iv) Click on Shareholders.
- (v) 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.
- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (viii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> • 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 8 digits of 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 in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
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).

- (ix) After entering these details appropriately, click on “SUBMIT” tab.
- (x) Members holding shares in physical form will then directly reach 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.
- (xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN along with F MEC INTERNATIONAL FINANCIAL SERVICES LIMITED from the drop down menu and click “SUBMIT”
- (xiii) 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.
- (xiv) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xv) 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.
- (xvi) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xviii) If a demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xix) **Shareholders can also cast their vote using CDSL’s mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.**
- (xx) Note for Non – Individual Shareholders and Custodians
- 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.

- 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.

(xx) 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.com, under help section or write an email to helpdesk.evoting@cdslindia.com

(xxi) The Results shall be declared within three days from the date of EGM of the Company i.e. 28th June, 2018. The Results declared along with the Scrutinizer’s Report shall be placed on the Company’s website www.fmecinternational.com and on the website of CDSL and communicated to the STOCK EXCHANGE

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

Item No. 1 and 2:

Your Company is a Non- Banking Financial Company registered with the Reserve Bank of India (RBI) and engaged in the business of providing loans to other entities including Corporates. However, keeping in view your Company’s business requirements and growth plans which commensurate with the Financials and risk taking capacity of the Company, the Board of Directors of the Company desire to borrow externally upon such terms and conditions as they deem fit and which is not prejudicial with the interest of other stakeholders of the Company, specifically the shareholders.

In view of the same, it is considered desirable to increase the borrowing limits to a sum not exceeding INR 15 Crores (Rupees Fifteen Crores only) under the provisions of Section 180(1)(c) of the Companies Act, 2013 read with applicable rules of Companies (Meetings of the Board and its Powers) Rules, 2014. The borrowings by a Company, in general, are required to be secured by mortgage or charge on all or any of the moveable or immovable properties of the Company in such form, manner and ranking as may be determined by the Board from time to time, in consultation with the lender(s).

Your consent is required under the provisions of Sections 180 (1) (c) and 180(1) (a) of Companies Act 2013 to increase the borrowing limits and to mortgage and / or create a charge on any of the moveable and / or immovable properties and / or the whole or any part of the undertaking(s) of your Company to secure its borrowings.

None of the Directors, Key Managerial Personnel and their relatives, are in any way, concerned or interested in the said resolutions.

The resolutions as set out in Item nos. 1 and 2 of this Notice are accordingly recommended for the approval of the Members as Special Resolution(s).

Item No. 3:

Keeping in view the profitability and turnover of the Company, your Company's Board of Directors desire to invest the funds available with the Company in profitable investment avenues and ensure better/optimum utilization of funds.

Your Company aims to realize the goal of wealth maximization rather than just profit enhancement so that it can offer value to the shareholder's investment. For this purpose, Board of Directors in their meeting held on 18.05.2018 decided to seek approval of shareholders to make investment or give loan, guarantee or provide security for an amount not exceeding INR 15 Crores (Rupees Fifteen Crores only) notwithstanding that such investments, outstanding loans given or to be given and guarantees and security provided are in excess of the limits prescribed under Section 186 of the Companies Act, 2013 i.e. sixty per cent of paid up capital, free reserves and securities premium account or one hundred per cent of free reserves and securities premium account whichever is more.

In view of the above, the Board of Directors of the Company seek your approval under the provisions of Sections 186(3) of the Companies Act, 2013 read applicable rules of Companies (Meetings of the Board and its Powers) Rules, 2014 to make investment or give loan, guarantee or provide security in excess of the limits prescribed under Section 186 of the Companies Act, 2013 but not exceeding INR 15 Crores (Rupees Fifteen Crores only).

None of the Directors, Key Managerial Personnel and their relatives, are in any way, concerned or interested in the said resolutions.

The resolutions as set out in Item no. 3 of this Notice are accordingly recommended for the approval of the Members as Special Resolution(s).

By the order of the Board

F MEC INTERNATIONAL FINANCIAL SERVICES LIMITED

Sd/-

Apoorve Bansal

DIN: 08052540

Add : A-708,Unesco Apartment 55, I.P. Extn.

Patparganj, Shakarpur ,Delhi 110092

Place: New Delhi

Date: 01.06.2018

F MEC INTERNATIONAL FINANCIAL SERVICES LIMITED

Registered office: IInd Floor, Central Bank Building 13-B,
Netaji Subhash Marg, Daryaganj Delhi-110002
CIN: L65100DL1993PLC053936

Email: www.fmecinternational@gmail.com Website: www.fmecinternational.com
Tel: 011-43680407

ATTENDANCE SLIP

Members or their proxies are requested to present this form for admission, duly signed in accordance with their specimen signatures registered with the Company/Depositories.

DP ID.....

Client ID

Regd. Folio No.*

No. of Shares

Name(s) in Full

Father's/Husband's Name

Address as Regd. with the Company

- 1.
- 2.
- 3.

I/WE HEREBY RECORD MY/OUR PRESENCE AT THE 1st EXTRAORDINARY GENERAL MEETING OF THE COMPANY FOR THE FINANCIAL YEAR 2018-2019 BEING HELD ON MONDAY, 25th OF JUNE, 2018 AT 03:00 P.M. AT THE REGISTERED OFFICE OF THE COMPANY LOCATED AT IIND FLOOR, CENTRAL BANK BUILDING 13-B, NETAJI SUBHASH MARG, DARYAGANJ , DELHI- 110002

Member

Proxy

_____ Member's/Proxy's/ Authorized Representative's Signature**

* *Applicable for investors holding shares in physical form.*

** *Please strike out whichever is not Applicable*

Form No. MGT-11

Proxy form

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

F MEC INTERNATIONAL FINANCIAL SERVICES LIMITED

CIN : L65100DL1993PLC053936

**Reg Office : IInd Floor, Central Bank Building 13-B, Netaji Subhash Marg, Daryaganj
Delhi-110002**

Name of the member (s) :

Registered address :

E-mail Id:

Folio No/ Client Id :

DP ID :

I/We, being the member (s) of shares of the above named company, hereby appoint

1. Name :

Address :

E-mail Id :

Signature :....., or failing him

2. Name :

Address:

E-mail Id :

Signature:....., or failing him

3. Name :

Address:

E-mail Id:

Signature:.....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 1st Extraordinary General Meeting for the Financial Year 2018-2019 to be held on Monday, 25th day of June, 2018 at 03:00 P.M. at the Registered Office of the Company located at IInd Floor, Central Bank Building 13-B, Netaji Subhash Marg, Daryaganj Delhi-110002 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolutions	For(Approved)	Against(Rejected)
1. Increase in the borrowing limits of the Company pursuant to Section 180(1)(c) of the Companies Act, 2013 and the applicable rules of Companies (Meeting of the Board and its Powers) Rules, 2014		
2. Creation of Security on the properties of the Company pursuant to Section 180(1)(a) of the Companies Act, 2013 and the applicable rules of Companies (Meeting of the Board and its Power) Rules, 2014 as per the enhanced limit under section 180(1)(c) of the Companies Act, 2013.		
3. Increase in the investment limits of the Company pursuant to section 186 of the Companies Act, 2013 and the applicable rules of Companies (Meeting of the Board and its Powers) Rules, 2014.		

Signed this..... day of..... 20.... Signature of shareholder Signature of Proxy holder(s)

Affix Re.1 Revenue Stamp

Notes:

* Please put a 'X' in the Box in the appropriate column against the respective resolutions. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.

* A Proxy need not be a Member of the Company. Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as proxy on behalf of not more than fifty Members and holding in aggregate not more than ten percent of the total Share Capital of the Company. Members holding more than ten percent of the total Share Capital of the Company may appoint a single person as proxy, who shall not act as proxy for any other Member.

* This form of Proxy, to be effective, should be deposited at the Registered Office of the Company IInd Floor, Central Bank Building 13-B, Netaji Subhash Marg, Daryaganj Delhi-110002 at not later than FORTY-EIGHT HOURS before the commencement of the aforesaid Meeting.

