



**INDIAN ENERGY EXCHANGE LIMITED**  
**CIN: U74999DL2007PLC277039**

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*Regd. Off.: Unit No. 3-6, 4<sup>th</sup> Floor, TDI Centre, District Centre, Jasola, New Delhi - 110025*

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**NOTICE**

**NOTICE** is hereby given that the Ninth Annual General Meeting of the Members of Indian Energy Exchange Limited will be held on Saturday, September 12, 2015 at 12.30 P.M. at the Board Room of Indian Energy Exchange Limited at Fourth Floor, TDI Centre, District Centre, Jasola, New Delhi - 110025, India to transact the following business:

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Profit and Loss Account for the year ended March 31, 2015 and the Balance Sheet as at that date together with the Reports of the Board of Directors and the Auditors thereon.
2. To declare a Final Dividend of Rs. 12/- per Compulsory Convertible Preference Shares (CCPS) and to confirm the Interim Dividend of Rs. 25/- per CCPS already paid for the year ended March 31, 2015.
3. To declare a Final Dividend of Rs. 12/- per Equity Shares and to confirm the Interim Dividend of Rs. 25/- per Equity Shares already paid for the year ended March 31, 2015.
4. To appoint a Director in place of Mr. Bejul Somaia (DIN: 00059201), who retires by rotation, and being eligible, offers himself for re-appointment.
5. To appoint a Director in place of Mr. Vishal Gupta (DIN: 01913013), who retires by rotation, and being eligible, offers himself for re-appointment.
6. To ratify the appointment of Statutory Auditors and to fix their remuneration, and in this connection, to consider and if thought fit, to pass with or without modification, the following resolution as an **ORDINARY RESOLUTION:**

**“RESOLVED THAT** pursuant to the provisions of Section 139, 142 and other applicable provisions of the Companies Act, 2013 and the Companies (Audit & Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the appointment of M/s BSR & Associates LLP, Chartered Accountants, (ICAI Firm Registration No. 116231W), who was appointed as Statutory Auditors of the Company for one term of five consecutive years i.e. upto the conclusion of thirteenth Annual General Meeting (AGM) to be held in the financial year 2018-19, subject to ratification at every AGM, be and is hereby ratified for the financial year 2015-16, at such remuneration and reimbursement of out-of-pocket expenses as may be recommended by the Audit Committee and approved by the Board of Directors of the Company.

**RESOLVED FURTHER THAT** the Board of Directors and/ or Company Secretary of the Company be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary to implement this resolution.”

**SPECIAL BUSINESS:**

7. To consider, and if thought fit, to pass, with or without modification(s), the following resolution as an **ORDINARY RESOLUTION**:

“**RESOLVED THAT** pursuant to applicable provisions, if any, of the Companies Act, 2013 and all other applicable rules, regulations, guidelines (including any statutory modifications or re-enactment thereof for the time being in force) and subject to all applicable approvals, permissions and such conditions as may be prescribed by any of the concerned authorities while granting such approvals, which may be agreed to by the Board of Directors of the Company, approval of the members of the Company be and is hereby accorded to the Board of Directors of the Company for entering into a ‘Perpetual License Agreement’ with M/s Financial Technologies (India) Limited towards acquiring a perpetual license for the exchange trading software, Power ARMST<sup>TM</sup> at a cost not exceeding Rs. 108 crores (plus applicable taxes) at the terms and conditions as set out in the Explanatory Statement annexed to this Notice.

**RESOLVED FURTHER THAT** for the purpose of giving effect to the above, the Board of the company be and is hereby authorized to agree, make, accept and finalize all such terms, condition(s), modification(s) and alteration(s) as it may deem fit in finalizing the aforesaid ‘Perpetual License Agreement’ with M/s Financial Technologies (India) Limited and the Board is hereby also authorized to resolve and settle all the questions, difficulties or doubts that may arise with regard to this transaction and to finalize and execute all the requisite agreements, documents and writings and to do all acts, deeds and things in this connection and incidental as the Board in its absolute discretion may deem fit without being required to seek any further consent or approval of the members or otherwise to the end and intent that they shall be deemed to have been given approval thereto expressly by the authority of this resolution.

**RESOLVED FURTHER THAT** the Board of Directors and/or Company Secretary of the Company be and is hereby severally authorised to do all such acts, deeds, matters and things as may be necessary to implement this resolution.

**AND THAT** a copy of this resolution duly certified by any one of the Directors of the Company or the Company Secretary be given to such authorities as may be required from time to time.”

By Order of the Board of Directors  
For **Indian Energy Exchange Limited**

Sd/-  
**Vineet Harlalka**  
**CFO & Company Secretary**  
**Membership No. ACS-16264**

**Date: 17.08.2015**  
**Place: New Delhi**

## NOTES:

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (**Act**), in respect of Special Business to be transacted at the Meeting is annexed hereto.
2. Items 4-5 of the Notice: In view of the provisions of the Act which prescribes that Non-Independent Directors only will be reckoned for the purpose of the provisions relating to retirement by rotation under Section 152 of the Act, the Company has determined retiring directors (being non-Independent Directors only) and their eligibility for re-appointment under the above new provision. The profile of the Directors seeking re-appointment is given under the head Directors' Profile in the Annual Report.
3. A member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote in the meeting, instead of himself and the proxy need not be a member of the company.
4. Pursuant to provisions of Section 105 of the Companies Act, 2013, read with the applicable rules thereon, a person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights, may appoint a single person as proxy, who shall not act as a proxy for any other member.
5. Instrument of proxies in order to be effective must be lodged with Company not less than 48 hours before the commencement of the meeting. A form of proxy and Admission Slip is enclosed.
6. Corporate Members intending to send their Authorized Representatives to attend the meeting are requested to send a certified copy of Board Resolution authorising their representatives to attend and vote on their behalf at the meeting in accordance with the provisions of Section 113 of the Companies Act, 2013.
7. Members/proxies are requested to bring their duly filled in Attendance slip along with their copy of Annual Report to the Meeting
8. The voting at the AGM for the special business (item no.7) shall be carried out through Polling process. The Board of Directors of the Company has appointed Mohd. Nazim Khan (FCS 6529 and CP 8245), Practicing Company Secretary as Scrutinizer for conducting the Polling process in a fair and transparent manner and to receive and scrutinize the completed polling paper from the Members. After completion of his scrutiny, Scrutinizer will submit his report to the Chairman and in his absence to the Company Secretary of the Company. The Scrutinizer's decision on the validity of Poll shall be final and binding.
9. The voting rights of Members in the polling shall be in proportion to their number of shares held by them each fully paid up in the paid up equity share capital of the Company as on September 09, 2015.

10. Members desire to exercise vote by Poll are requested to carefully read the instructions printed on the Form MGT-12. The said Form MGT -12 will be circulated at the time of meeting.
11. The Register of Members and Share Transfer Register will remain closed from September 10, 2015 to September 12, 2015 (both days inclusive).
12. Subject to the provisions of Section 126 of the Companies Act, 2013, Final Dividend as recommended by the Board of Directors, if declared at the Meeting, shall be payable by means of demand drafts or direct Bank credit to those Members whose name (s) stand registered:
  - a) As Beneficial Owner as at the end of business on September 09, 2015 as per the lists to be furnished by the National Securities Depository Limited in respect of the shares held in electronic form; and
  - b) As Members in the Register of Members of the Company/ Registrar & Share Transfer Agent after giving effect to valid share transfer in physical form lodged with the Company as at the end of business on September 09, 2015.
13. Members holding shares in physical form are requested to consider converting their holding to dematerialized form to eliminate all risk associated with physical shares and for ease in portfolio management. Members can contact the Company's Registrar and Transfer Agents (RTA), M/s. Karvy Computershare Private Ltd., for assistance in this regard. The contact details are as below-

*M/s Karvy Computershare Private Limited  
Unit - Indian Energy Exchange Limited  
Karvy Selenium Tower B,  
Plot No. 31 & 32  
Gachibowli, Financial District,  
Nanakramguda, Serilingampally  
Hyderabad - 500032  
Tel: +91-40 6716 1500  
Fax: +91-40 2300 1153  
Email: [einward.ris@karvy.com](mailto:einward.ris@karvy.com)*
14. Members who hold shares in physical form are requested to notify immediately any change in their addresses to the Registrar and Transfer Agent (RTA) and to their respective Depository Participants, in case of shares held in electronic mode.
15. Members who have not registered their e-mail address so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars etc. from the Company electronically.
16. Members seeking any information relating to the accounts shall write to the Company at least 10 days before the date of the meeting, so as to enable the management to keep the information ready.

17. The Annual Report is also available at the Company's website [www.ixindia.com](http://www.ixindia.com)
18. The Company pursuant to the approval of the Members in the Eight Annual General Meeting held on June 24, 2014 and with the approval of the Hon'ble Regional Director, Western Region, Mumbai vide its Order dated November 14, 2014 has changed its Registered Office from the 'State of Maharashtra' to the 'State of Delhi', which has been confirmed by the Registrar of Companies, Delhi vide its certificate dated 24.02.2015. The Members are requested to take note of the new Registered Office address and Corporate Identity Number of the Company as under-  
**Registered Office Address:**  
*M/s Indian Energy Exchange Limited*  
*Unit No. 3, 4, 5 & 6*  
*Fourth Floor, TDI Centre,*  
*Plot No. - 7, District Centre, Jasola,*  
*New Delhi - 110025, India*  
*CIN: U74999DL2007PLC2770399.*
19. All documents referred to in the accompanying notice are available for inspection at the Registered Office of the Company on all working days during business hours upto the date of the AGM.

By Order of the Board of Directors  
For **Indian Energy Exchange Limited**

Sd/-

**Vineet Harlalka**  
**CFO & Company Secretary**  
**Membership No. ACS-16264**

**Date: 17.08.2015**  
**Place: New Delhi**

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

**ITEM NO. 7: ACQUISITION OF PERPETUAL TECHNOLOGY LICENSE FOR THE EXCHANGE TRADING SOFTWARE “POWER ARMS™” FROM M/S FINANCIAL TECHNOLOGIES (INDIA) LIMITED (FTIL) AND TO ENTER INTO A ‘PERPETUAL LICENSE AGREEMENT’ WITH THE FTIL.**

Your Company being a Power Exchange provides a nationwide, electronic, online platform for trading of Electric Power. All eligible participants situated anywhere in the country, can use this platform to either buy or sell Power as per their need. Power so traded is delivered by the seller to the buyer, using transmission network of Regional as well as State Transmission system. The Software system and IT services are very critical to accomplish above task and the software is backbone for ensuring smooth conduct of the business and also remain competitive in the business.

Presently your Company is using the Trading Software “PowerARMS™” provided by M/s Financial Technologies (India) Limited (FTIL) under the ‘Application Software License and Implementation Agreement’ (together with all related amendments and supplementary agreements) originally entered into between FTIL and the Company on August 22, 2011 and as amended vide agreement dated January 03, 2013. The current system meets the requirement of all the segments presently being traded at the IEX Platform viz. Day Ahead, Term Ahead and REC Market. However, the software required for Exchange trading in Day Ahead Market segment is not available off the shelf in the market.

As per existing technology related agreement with FTIL, technology has been licensed to your company on an exclusive basis for 33 years with a provision that license would be automatically renewed twice for 33 years each. And the Company has to pay a variable fees @ 10% of its Gross Transaction fees earned on all its products traded in addition to the Annual Maintenance Charges (AMCs) and Annual License fees.

On May 13, 2014, the Central Electricity Regulatory Commission (CERC) passed an Order in the Suo-Motu Petition No. 341/SM/2013 wherein it *inter alia* directed your Company to ensure that the FTIL, who has been declared as not ‘fit and proper person’ by Forward Market Commission (FMC) vide its order dated 17.12.2013 and by Securities and Exchange Board of India (SEBI) vide its order dated 19.03.2014, divest its entire shareholding from the IEX. Further alongside the CERC Order, various orders were issued by the other Regulators against FTIL including the draft order issued by the Ministry of Corporate Affairs (MCA), under Section 396 of the Companies Act, 1956 namely the National Spot Exchange Limited and Financial Technologies (India) Limited (Amalgamation in Public Interest) Order 2014 dated 21.10.2014 for amalgamation of the NSEL with its holding Company FTIL in the public interest.

In view of the aforesaid developments on the Regulatory front, concerns were raised by the Investors and other stakeholders of the Company regarding FTIL’s ability to provide long term support and other services pertaining to the Exchange trading software, PowerARMS™ to IEX. Hence, in order to address the same and at the same time considering the criticality of technology for the Exchange

operations and its business requirements and to safeguard the long term interest of IEX on the technology side, a “Technology Committee” was constituted by the Board of Directors of your Company (“**Board**”) to discuss, review, explore various options, negotiate and finalize the terms and conditions under various options relating to the trading software PowerARMS™ from the FTIL.

As mandated by the Board, the various options available with the Company to meet its technology independence were explored by the Technology Committee and based upon their recommendations, the Board considering the following reasons decided that, your Company should have its own in-house technology and an in-house software team to manage the exchange software–

- As long as FTIL is a major shareholder of the Company its interest as shareholder and technology provider would be aligned, however, post divestment of shares, alignment of their interest as a shareholder and technology provider may not exist and therefore, remain a high possibility that in future any upgrades sought from FTIL could cost the Company substantially high.
- Performance of the FTIL Technology:
  - The FTIL technology has passed the User Acceptance Test (UAT) stage and is in active use for the last three years without any service interruption/ disruption and is a proven technology in the market.
  - The FTIL Software was deployed in IEX in January 2012 and is in operations since then. Various performance parameters with regards to time taken for bulk uploads of bids by the Participants, price determination and dissemination, reports generation etc. meets your Company’s requirements, hence the robustness of the software to handle the increased volumes is therefore without any doubt.
  - The price and volume results are also verified and no inconsistencies in the results have been found till date, therefore it can be inferred that the Software is providing correct results. Therefore, as on date, the technology has met needs of the Company and is considered to be one of the USP of the Company.
- Developing a new technology from a new vendor would be a lengthy process, which may take a long time and during which there may be a conflicting situation with FTIL and in turn may hurt the long term growth of exchange business. Further, the adaptation and acceptability of the Technology amongst the user groups is always a tricky issue. In the past, when your Company was using technology provided by the OMX, challenges on the volumetric side were noted. Therefore, there are always risks associated with the change of technology, which should generally be avoided unless there are any pressing needs to do so. Hence, it is always preferred that the technology which has proven itself, should be continued.
- As per the terms of the existing Technology Agreement, the Company will have to continue to pay variable charges to FTIL even with the new technology, which will increase the cost significantly and not a viable solution for the Company.

The Board had also approached two alternative service providers for providing exchange technology to your company. The two companies M/s Soops and EPEX JV at Amsterdam and M/s N-Side, Belgium were asked to provide their quotes for providing technology solution. Both these Companies have supplied their technology solutions to various European Power Exchanges and also for European market coupling as well. The risk associated with development of new technology was also reviewed by the Board.

Accordingly, while exploring the other alternative options for exchange technology, your Company also started its discussion with FTIL for buyout of Technology together with the team managing the software to ensure that the long term interest of IEX is secured and it is technology independent. However, on April 17, 2015, the CERC passed an Order in Petition No. SM/341/2013 regarding the FTIL divestment in IEX wherein it *inter alia* directed your Company that “IEX should ensure that it is independent of FTIL in all respect”.

Therefore, considering the seriousness of the matter and looking at the risk associated with other alternative options, it was *inter alia* decided by the Board that as a first option, your Company should negotiate with FTIL for buyout of technology and to further assist in the negotiation process with FTIL, and in order to get a better bargain in terms of commercials and other terms and conditions a “Sub-Committee on Technology” was constituted by the Board of Directors of the Company.

Based upon the recommendations of the Technology Sub-Committee, the Board of Directors of the Company in the meeting held on August 17, 2015, subject to the approval of Shareholders at the ensuing Annual General Meeting has approved for acquiring a perpetual technology license for exchange trading software Power ARMS™ from FTIL at a cost of not exceeding approx. Rs. 108 crores (plus applicable taxes) and to enter into a ‘Perpetual License Agreement’ with them at the following terms and conditions -

Terms of Perpetual License Agreement:

- a) FTIL shall grant to Indian Energy Exchange Limited (IEX) a company wide, irrevocable, fully paid up, perpetual, non-encumbered, non-transferable, non-assignable license of the Software installed in India, exclusively for its internal use, and to exploit and modify for any further development, including trading from worldwide of electricity delivery, electricity derivatives including renewable energy certificates, renewable energy credits, energy efficiency certificates or energy efficiency credits and any other product(s) related to electricity as regulated by Central Electricity Regulatory Commission (CERC) or such other regulator from time to time;
- b) To carry out any Incremental Work;
- c) To make copies of the Source Code and Object Code, translate or abridge the Software or parts thereof as may be necessary for the lawful use of the Software; and
- d) To use the Software in conjunction with any other software as may be required by IEX.



- e) IEX shall not:
- i. Except as stated in Clause (f), sell, transfer, gift, license, sub-license, assign or novate the Software including the Object Code, Source Code and any Intellectual Property related to the Software with / without Incremental Work to any Third Party or to its wholly owned subsidiary, subsidiary, joint venture, associates, branch, affiliates in India or anywhere in the world;
- f) Right to use Software
- i. Software License may be utilized by any subsidiary or joint venture company of IEX incorporated in India pursuant to any regulatory mandate under Applicable Law.
  - ii. In addition to the regulatory mandate as above IEX can, even otherwise, transfer the Software to its subsidiary or a joint venture company incorporated in India and inform FTIL about transfer of the Software as and when this is effectuated.
  - iii. For usage of Software as specified above, IEX and its wholly owned subsidiary or subsidiary or a joint venture company as the case may be agrees that all the terms and conditions including rights and restrictions under this Agreement shall be applicable to the said wholly owned subsidiary. Further, IEX and the wholly owned subsidiary or subsidiary or the joint venture company as the case may be shall be jointly and severally liable for the performance, obligations and any breach of this Agreement. For the sake of clarity, there shall not be any financial consideration for the transfer of Software License. All costs pertaining to assignment/transfer of license shall be borne by IEX.
  - iv. IEX or any of its subsidiary or a joint venture company incorporated in India shall be permitted to use the Software for coal and/or gas related exchanges in India upon prior written approval of FTIL based on commercial terms to be mutually agreed between the Parties.
  - v. Any of the subsidiaries or joint venture companies of IEX shall be permitted to use the Software for the purpose of trading electricity delivery, electricity derivatives renewable energy certificates, renewable energy credits, energy efficiency certificates or energy efficiency credits in the SAARC Region except as provided in Software License, upon prior written approval of FTIL based on commercial terms to be mutually agreed between the Parties.
- g) IEX shall not have any ownership rights in the Incremental Work (except license to use the Incremental Work), unless the Incremental Work can be used independently without use of the Intellectual Property of the Software or the Source Code, and in such an event IEX will have all ownership rights in the Incremental Work.

- h) IEX shall not directly or indirectly use the Software and /or Incremental Work to enter into the technology business in competition with FTIL across the world.
- i) Non-Compete: FTIL for a period of twenty years (20) years from the Execution Date shall not singly, jointly, directly or indirectly, for its own account or as an agent engage or attempt to engage in the business of conceptualizing, developing or consulting in the development of a software (or providing the software as a service) which is identical or similar to the Software or otherwise make the Software or Intellectual Property in the Software available to any entity in India which competes directly or indirectly with IEX in electricity exchange. However it is clarified that FTIL shall be free to provide similar software to any entity operating exchange in multiple assets including electricity, and not solely electricity.
- j) Transition support shall be provided by FTIL for one (1) year

As per present Technology Agreement with the FTIL, your Company will have to continue to pay at least 10% of its Gross Transaction Fees to FTIL in case the Company goes with the third party vendor. Therefore, the cost to the company for exiting the existing contract would be present value of future cash stream that will have to be paid to FTIL. The Company had appointed M/s Grant Thornton, to evaluate the cost of the technology. The M/s Grant Thornton considered two scenarios for its valuation, one was based upon the growth projections made by the M/s Crisil (this study was instituted by the Company during Sept-Oct 2014) and the other scenario was developed by the M/s Grant Thornton themselves. Based upon these two scenarios the cost of Technology estimated by them was at approx Rs. 152 crores and Rs. 140 crores respectively.

On entering into this agreement, in addition to getting perpetual license for use of technology, the Company would also get source code alongwith the team involved in the development/maintenance of the software. With this, it will be possible to carry out all future required upgrades at no extra cost. Further, future cost for maintenance of the software would also be in the control of the Company.

Hence considering the ongoing cost which the Company is incurring under the existing technology agreement and the future cost for maintaining and upgrading the software and other factors, the Board of Directors of your Company believes that an amount of approx Rs. 108 crores (plus applicable taxes) is reasonable for acquisition of perpetual license for the exchange trading software, PowerARMS™ from the FTIL.

In light of the aforesaid, the Board of Director of your Company recommends the resolution for the approval of the Members.

Further, it is informed that, as per Section 2(76) of the Companies Act, 2013, the FTIL is not a related party of the Company, hence the approval of the Shareholders under Section 188 of the Companies Act, 2013 is not mandatory. However, considering that the FTIL is still one of the major stakeholders of the Company, as a part of good corporate governance practice, the approval of the Members of the company is being sought for the proposed transaction.

All relevant documents' in connection with the above can be inspected by the Members on all working days during business hours at the Registered Office of the Company upto the date of the Annual General Meeting.

None of the Directors and Key Managerial Personnel of the Company or their relatives are in any way concerned or interested in the said resolution, except to their shareholding in the Company, if any.

By Order of the Board of Directors  
For **Indian Energy Exchange Limited**

**Sd/-**

**Vineet Harlalka**  
**CFO & Company Secretary**  
**Membership No. ACS-16264**

**Date: 17.08.2015**  
**Place: New Delhi**



## PROXY FORM

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

**Indian Energy Exchange Limited**

CIN: U74999DL2007PLC277039  
 Unit No. 3-6, 4th Floor, TDI Centre,  
 District Centre, Jasola,  
 New Delhi - 110025

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 Indian Energy Exchange Limited, 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....., or failing him;

and whose signature(s) are appended below as my/our proxy to attend and vote for me/us and on my/our behalf at the Ninth Annual General Meeting of the company, to be held on Saturday, 12th day of September, 2015 at 12:30 P.M. at the Board Room of Indian Energy Exchange Limited at 4th Floor, TDI Centre, District Centre, Jasola, New Delhi - 110025, India and at any adjournment thereof in respect of resolution as are indicated below:

\*\* I wish my above Proxy to vote in the manner as indicated in the box below:

Resolution number	Resolution	For	Against
<b>Ordinary Business:</b>			
1	To receive, consider and adopt the Audited Profit and Loss Account for the year ended March 31, 2015 and the Balance Sheet as at that date together with the Reports of the Board of Directors and the Auditors thereon.		
2	Declaration of Final Dividend of Rs. 12/- per Compulsory Convertible Preference Shares (CCPS) and confirmation of Interim Dividend of Rs. 25/- per CCPS already paid for the year ended March 31, 2015.		

3	Declaration of Final Dividend of Rs. 12/- per Equity Shares and confirmation of Interim Dividend of Rs. 25/- per Equity Shares already paid for the year ended March 31, 2015.		
4	Re-appointment of Mr. Bejul Somaia, who retires by rotation.		
5	Re-appointment of Mr. Vishal Gupta, who retires by rotation.		
6	Ratification of appointment of M/s BSR & Associates LLP, Chartered Accountants as Statutory Auditors of the Company and fixing their remuneration.		
<b>Special Business:</b>			
7.	Acquisition of perpetual technology license for the exchange trading software "PowerARMS™" from M/s Financial Technologies (India) Limited (FTIL) and entering into a 'Perpetual License Agreement' with the FTIL.		

\* Applicable for members holding shares in electronic form.

Affix Revenue Stamp Re. 1
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Signed this..... day of ....., 2015

Signature of shareholder.....

Signature of Proxy holder(s) .....

**Notes:**

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. A Proxy need not be a member of the Company.
3. \*\*This is only optional. Please put a '√' in the appropriate column against the resolution indicated in the Box. If you leave the 'For or Against' column blank against the resolution, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
4. Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes.
5. Please complete all details including details of member(s) in above box before submission.



## ATTENDANCE SLIP

### **Indian Energy Exchange Limited**

CIN: U74999DL2007PLC277039

Unit No. 3-6, 4th Floor, TDI Centre,  
District Centre, Jasola,  
New Delhi - 110025

Name of the member/ Proxy (s)\*:

No. of Shares held:

Registered address:

E-mail Id:

Folio No/ \*\*Client Id:

\*\*DP ID:

I hereby record my presence at the 9th Annual ordinary General Meeting of the Company to be held on Saturday, 12th day of September, 2015 at 12:30 P.M. at the Board Room of Indian Energy Exchange Limited at 4th Floor, TDI Centre, District Centre, Jasola, New Delhi - 110025, India.

Signature of member/ proxy \_\_\_\_\_

(To be signed at the time of handing over this slip)

\* To be filled in, if proxy form has been deposited with the Company

\*\* Applicable for members holding shares in electronic form.

**Route Map for the 9th Annual General Meeting of Indian Energy Exchange Limited to be held on September 12, 2015 at 12:30 P.M. at 4th Floor, TDI Centre, District Centre, Jasola, New Delhi - 110025, India.**

