



INDOSTAR
HOME
FINANCE

**Notice – 9th Annual General Meeting
September 13, 2024**

INDOSTAR HOME FINANCE PRIVATE LIMITED

(CIN: U65990MH2016PTC271587)

Registered & Corporate Office: Unit No. 305, 3rd Floor, Wing 2/E, Corporate Avenue, Andheri-Ghatkopar Link Road, Chakala, Andheri (E), Mumbai - 400093

Tel: +91 22 4510 7701

Website: www.indostarhfc.com; **Email:** ihf.legal@indostarcapital.com

NOTICE is hereby given that the **9TH ANNUAL GENERAL MEETING** of the Members of **INDOSTAR HOME FINANCE PRIVATE LIMITED** is scheduled to be held at shorter notice on **FRIDAY, SEPTEMBER 13, 2024 AT 10:00 A.M. (IST)** at the Registered Office of the Company at **UNIT NO. 305, 3RD FLOOR, WING 2/E, CORPORATE AVENUE, ANDHERI- GHATKOPAR LINK ROAD, CHAKALA, ANDHERI (E), MUMBAI - 400093**, to transact the following business:

ORDINARY BUSINESS:

- 1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2024, along with the report(s) of the Board of Directors and the Auditors thereon.**

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

“RESOLVED THAT the Audited Financial Statements of the Company for the financial year ended March 31, 2024 and the reports of the Board of Directors and Statutory Auditors thereon, as circulated to the Members, be and are hereby considered and adopted.”

- 2. To appoint a Director in place of Mr. Vibhor Kumar Talreja (DIN: 08768297), who retires by rotation and, being eligible, offers himself for re-appointment.**

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

“RESOLVED THAT Mr. Vibhor Kumar Talreja (DIN: 08768297), who retires by rotation at the 9th Annual General Meeting in accordance with Section 152 of the Companies Act, 2013 read with the Articles of Association of the Company and being eligible has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”

- 3. To appoint M/s. Kirtane & Pandit LLP., Chartered Accountants, (Firm Registration No. 105215W/W100057) as Statutory Auditors of the Company and to fix their remuneration**

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

“RESOLVED THAT pursuant to (i) the provisions of Section 139, 141, 142 and all other applicable provisions, if any, of the Companies Act, 2013 read with the applicable rules framed thereunder including the Companies (Audit and Auditors) Rules, 2014 (including any statutory amendment(s), modification(s) or re-enactment(s) thereof, for the time being in force) (**“Act”**), (ii) Guidelines for appointment of Statutory Auditors issued by the Reserve Bank of India (**“RBI”**) vide Circular Ref. No. DoS.CO.ARG/SEC.01/08.91.001/2021-22 dated April 27, 2021 including any statutory modifications and/ or re-enactments thereof, for the time being in force (**“RBI Circular”**), (iii) the Master Direction – Non-Banking Financial

Company – Housing Finance Company (Reserve Bank) Directions, 2021 (including any statutory amendment(s), modification(s) or re-enactment(s) thereof, for the time being in force) (“**HFC Master Directions**”) read with the applicable circulars, guidelines and notification issued by RBI / National Housing Bank (“**NHB**”), (iv) Policy on Appointment of Auditors of the Company and (v) such other applicable laws, acts, rules, regulations, guidelines, circulars, directions and notifications, M/s. Kirtane & Pandit LLP., Chartered Accountants, (Firm Registration No. 105215W/W100057), be and are hereby appointed as Statutory Auditors of the Company, to hold office for a period of three (3) years, from the conclusion of the 9th Annual General Meeting till the conclusion of the 12th Annual General Meeting of the Company, on such remuneration as decided by the Board of Directors of the Company (hereinafter referred to as the (“**Board**”) which term shall be deemed to include any committee constituted / may be constituted by the Board of Directors of the Company or any other person(s), for the time being exercising the powers conferred on the Board of Directors by this resolution and as may be authorised by the Board in this regard);

RESOLVED FURTHER THAT the Board, be and is hereby severally authorised to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary, expedient, proper or desirable to give full effect to the aforesaid resolution including but not limited to delegate any powers to any official of the Company conferred upon the Board by this resolution and to settle any questions / doubts / queries / difficulties that may arise in this regard at any stage, to determine roles and responsibilities/scope of work of the Statutory Auditors, negotiating, finalising, amending, signing, delivering and executing the terms of appointment including any contracts or documents in this regard and/or to alter and vary the terms and conditions of appointment including remuneration without being required to seek any further consent or approval of the Members of the Company to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution .”

SPECIAL BUSINESS:

4. ISSUE OF NON-CONVERTIBLE DEBENTURES UNDER PRIVATE PLACEMENT

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

“**RESOLVED THAT** in supersession of earlier resolution passed by the Members of the Company at their 8th Annual General Meeting held on on September 18, 2023 in this regard and pursuant to (i) the provisions of Sections 23, 42, 71, 180(1)(c) and all other applicable provisions, if any, of the Companies Act, 2013 read with applicable Rules framed thereunder including the Companies (Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014 (including any statutory amendment(s), modification(s) or re-enactment(s) thereof, for the time being in force) (“**the Act**”); (ii) the applicable provisions of the Memorandum of Association and the Articles of Association of the Company; (iii) the Master Direction – Non-Banking Financial Company – Housing Finance Company (Reserve Bank) Directions, 2021 (“**HFC Master Directions**”), as amended; (iv) the Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021, as amended; (v) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended read with Master Circular for issue and listing of Non-convertible Securities, Securitised Debt Instruments, Security Receipts, Municipal Debt Securities and Commercial Paper and other circulars, guidelines and notifications issued by Securities and Exchange Board of India

(“SEBI”), as applicable; and (vi) all other applicable laws, acts, rules, regulations, guidelines, circulars, directions and notifications and subject to such other consent(s) / permission(s) / sanction(s), as may be required, 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 constituted / may be constituted by the Board of Directors of the Company or any other person(s), for the time being exercising the powers conferred on the Board of Directors by this resolution and as may be authorised by the Board in this regard) to create / invite / offer / issue / allot up to such number of non-convertible debentures (“NCDs”), including but not limited to subordinated / perpetual debentures, under private placement, with or without security, in one or more modes or combinations thereof and in one or more series or tranches, to such eligible person(s), on such terms and conditions as the Board may determine and think fit, such that the aggregate principal amount of NCDs to be issued during a period of 1 (one) year commencing from the date of passing of this Special Resolution does not exceed ₹ 1,000 crore (Rupees One Thousand crore only), within the overall borrowing limits approved by the Members of the Company;

RESOLVED FURTHER THAT the Board be and is hereby authorised to undertake all such acts, deeds, matters and things, as it may in its absolute discretion deem necessary, expedient, proper or desirable to give full effect to the aforesaid resolution and to settle all questions / doubts / queries / difficulties that may arise in this regard, at any stage without being required to seek any further consent or approval of the Members of the Company to the end intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution.”

Registered Office:

Unit No. 305, 3rd Floor, Wing 2/E,
Corporate Avenue Andheri- Ghatkopar
Link Road, Chakala, Andheri (E), Mumbai - 400093
CIN: U65990MH2016PTC271587
E-mail: ihf.legal@indostarcapital.com
Website: www.indostarhfc.com
Tel: +91 22 4510 7701;

By the Order of the Board of Directors
For **IndoStar Home Finance Private Limited**

Sd/-
Nidhi Sadani
Company Secretary
Membership No.: ACS 43659

Date: August 29, 2024
Place: Mumbai

Notes:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (“Act”), and the Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India (“Secretarial Standards”) in respect of the Special Business(es) as set out in the Notice convening the 9th Annual General Meeting of the Company (“AGM Notice”), is annexed hereto and forms part of the AGM Notice.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (“AGM”) IS ALSO ENTITLED TO APPOINT ONE OR MORE PERSONS AS PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF / HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING PROXY IN ORDER TO BE EFFECTIVE MUST BE DULY COMPLETED, STAMPED, SIGNED AND DEPOSITED WITH THE COMPANY AT ITS REGISTERED OFFICE NOT LATER THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE AGM. A PROXY SHALL NOT HAVE THE RIGHT TO SPEAK AT THE AGM.**
3. Pursuant to Section 105 of the Companies Act, 2013 (“Act”) read with Rule 19 of the Companies (Management and Administration) Rules, 2014, Members are requested to note that a person can act as a proxy on behalf of the Members not exceeding 50 and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. However, a Member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as a proxy and such person shall not act as proxy for any other person or Member.

Proxies submitted on behalf of body corporate as Members of the Company must be supported by an appropriate resolution / authority / power of attorney, as applicable.
4. Pursuant to Section 101 of the Act, consent to convene the meeting at shorter notice has been obtained from the Members of the Company.
5. Information with respect to Mr. Vibhor Kumar Talreja seeking re-appointment as Director(s) at this AGM, as required under the Secretarial Standards is annexed hereto and forms part of the AGM Notice.
6. Member(s) are requested to register the changes, from time to time, in their email-address with the Company to enable the Company to service various notice(s), reports, documents, etc. in the electronic mode.
7. Corporate Member(s) intending to send their authorised representative(s) to attend the AGM are requested to send a certified copy of the board resolution authorising their representative(s) to attend and vote on their behalf at the AGM, pursuant to Section 113 of the Act.
8. Members / Proxies / Authorised Representative(s) of the Corporate Members are requested to bring the Attendance Slip duly completed and signed at the venue of the AGM. The attendance slip and proxy form are attached as annexure to the AGM Notice.
9. The Register of Director’s and Key Managerial Personnel and their shareholding and the Register of Contracts with related party and contracts and bodies in which directors are interested and all other documents referred to in the AGM Notice will be available for inspection by the Members at the Registered Office of the Company during normal

business hours on all working days except for Saturday(s) up to and including the date of AGM.

10. The Company has appointed Mr. Harnath Choudhary (FCS:8274), H Choudhary & Associates, Practicing Company Secretary, as the Scrutinizer for scrutinizing the voting process and to ensure that the process is carried out in a fair and transparent manner.
11. The Scrutinizer shall, not later than three days from the conclusion of the AGM, submit a Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or any other person authorized by the Chairman in this behalf, who shall countersign the same.
12. The Chairman or any other person authorized by the Chairman in this behalf shall forthwith on receipt of the Scrutinizer's Report, place the same on the Company's website at www.indostarhfc.com.
13. Route Map showing directions to reach to the venue of the AGM is given at the last page of the AGM Notice as per the requirement of the SS-2.

**ANNEXURE TO THE NOTICE CONVENING 9TH ANNUAL GENERAL MEETING OF THE COMPANY
("AGM NOTICE")**

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013
("ACT") AND THE SECRETARIAL STANDARDS ON GENERAL MEETINGS ISSUED BY THE INSTITUTE
OF COMPANY SECRETARIES OF INDIA**

ITEM NO. 3

To appoint M/s. Kirtane & Pandit LLP., Chartered Accountants, (Firm Registration No. 105215W/W100057) as Statutory Auditors of the Company and to fix their remuneration

Members are requested to note that in terms of applicable laws, the Members of the Company at the 6th Annual General Meeting ("**AGM**") held on September 28, 2021 approved the appointment of M/s. G. D. Apte & Co., Chartered Accountants, having ICAI Firm Registration No.: 100515W, as Statutory Auditors of the Company for a term of 3 (three) years i.e. from the conclusion of 6th Annual General Meeting till the conclusion of the 9th Annual General Meeting of the Company and delegated the powers to the Board of Directors / Committee to fix their remuneration.

As a result, the term of M/s. G. D. Apte & Co. as Statutory Auditors will expire on the date of the conclusion of the 9th Annual General Meeting of the Company.

The evaluation was carried out by the Management considering various parameters including but not limited to expertise, eligibility, relevant experience, qualifications, reputation, audit experience, clientele, technical knowledge, size of the firm and such other factors as the Management deemed fit for appointment of statutory auditors.

Accordingly, in terms of Section 139 of the Companies Act, 2013, ("**Act**") read with rules made thereunder and the applicable provision of Master Direction – Non-Banking Financial Company – Housing Finance Company (Reserve Bank) Directions, 2021, the circulars, directions, notifications issued by the Reserve Bank of India ("**RBI**") and National Housing Bank ("**NHB**") collectively referred as ("**RBI HFC Directions**"), the Board of Directors, on recommendation of the Audit Committee and subject to the approval of the Members of the Company vide resolution dated August 18, 2024, approved appointment of M/s. Kirtane & Pandit LLP., Chartered Accountants, as Statutory Auditors of the Company to hold office for a period of 3 (three) years i.e. from the conclusion of the 9th Annual General Meeting of the Company till the conclusion of the 12th Annual General Meeting of the Company and proposed to authorise Board of Directors / Committee or such other person as may be authorized by the Board to approve the terms of appointment including remuneration of M/s Kirtane & Pandit LLP, Chartered Accountants as Statutory Auditors of the Company.

Members are requested to note that M/s. Kirtane & Pandit LLP., Chartered Accountants, have consented to their appointment as Statutory Auditors of the Company and confirmed that their appointment, if made, would be within the limits specified under the Act and that they are not disqualified from being appointed as Statutory Auditors of the Company. Further, M/s. Kirtane & Pandit LLP., has also confirmed their eligibility to act as statutory auditors in terms of the provision of HFC Master Directions.

M/s. Kirtane & Pandit LLP., Chartered Accountants have also confirmed that they are not aware of any conflicts of interest which would prevent them from undertaking the engagement of statutory auditor and that they are independent of the management.

Brief Profile of M/s. Kirtane & Pandit LLP, Chartered Accountants is as follows:

M/s. Kirtane & Pandit LLP, Chartered Accountants, a limited liability partnership firm, registered with ICAI, is an Accounting, Auditing and Consulting firm with a well established network of financial experts across India. With an extensive experience of 65+ years, M/s. Kirtane & Pandit LLP delivers a wide range of professional services in the areas of Assurance, Accounting and Advisory to reputed and listed companies from various industries across the globe. M/s. Kirtane & Pandit LLP is also a member of PCAOB.

Accordingly, it is proposed to seek approval of the Members of the Company in terms of the applicable provision of the Act read with rules framed thereunder for their appointment as Statutory Auditors for a period of 3 years commencing from the date of conclusion of the ensuing Annual General till the conclusion of the 12th Annual General Meeting.

The Board of Directors, accordingly, recommends the resolution set out at Item No. 3 of the AGM Notice to the Members for their consideration and approval, by way of an Ordinary Resolution.

None of the Directors, Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the Ordinary Resolution set out at Item No. 3 of the AGM Notice.

ITEM NO. 4

Issue of Non-Convertible Debentures under Private Placement

Members at the 8th Annual General Meeting of the Company held on September 18, 2023, had accorded their approval to create / invite / offer / issue / allot upto such number of Non-Convertible Debentures (“NCDs”), under private placement, in one or more series or tranches, on such terms and conditions as may be determined by the Board, such that the aggregate principal amount of such NCDs issued during a period of 1 (one) year commencing from the date of passing of special resolution at the aforesaid Annual General Meeting, does not exceed ₹ 1,000 crore (Rupees One Thousand crore only).

Members are requested to note that the aforesaid approval accorded by the Members of the Company for the issue of NCDs under private placement is valid for a period of one year from the date of approval by the Members of the Company i.e. upto September 17, 2024.

In order to enable the Company to raise funds by way of issuance of NCDs under private placement, the Board of Directors of the Company at its meeting held on July 26, 2024, subject to the approval of the Members of the Company, accorded its approval to create / invite / offer / issue / allot upto such number of NCDs, whether secured or unsecured, under private placement, in one or more series or tranches, such that the aggregate principal amount of such NCDs to be issued during a period of 1 (one) year commencing from the date of passing of the Special Resolution set out at Item No. 4 of the AGM Notice, does not exceed ₹ 1,000 crore (Rupees One Thousand crore only) within the overall borrowing limits approved by the Members of the Company.

Further, the Board of Directors have authorised the Debenture Committee to undertake all acts, deeds, matters and things as it may in its absolute discretion deem necessary, expedient, proper or desirable, in respect of issuance of NCDs under private placement including but not limited to determine the terms and conditions of the NCDs to be issued, number of NCDs to be issued, issue price, face value, issue size, coupon, tenor, objects of the issue, etc.

In terms of Section 42 of the Companies Act, 2013 (“Act”) read with Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014, a company shall not make an offer or invitation to subscribe to securities (including NCDs) through private placement unless the proposal has been previously approved by the members of the Company, by way of special resolution. Further, in case of offer or invitation to subscribe NCDs it shall be sufficient if a company passes a previous special resolution only once in a year for all the offers or invitations to subscribe NCDs during the year.

Accordingly, it is proposed to seek approval of the Members of the Company in terms of Section 42 of the Act read with Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014, to create / invite / offer / issue / allot up to such number of NCDs, under private placement, in one or more series or tranches, such that the aggregate principal amount of such NCDs to be issued during a period of 1 (one) year from the date of passing of the Special Resolution set out at Item No. 4 of the AGM Notice, does not exceed ₹ 1,000 crore (Rupees One Thousand crore only) within the overall borrowing limits of the Company.

The Board of Directors recommends the resolution set out at Item No. 4 of the AGM Notice to the Members for their consideration and approval, by way of Special Resolution.

None of the Directors or Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the Special Resolution set out at Item

No. 4 of the AGM Notice, except to the extent of the NCDs that may be subscribed by any Directors or Key Managerial Personnel of the Company or their relatives or any entity in which any of the Directors or Key Managerial Personnel of the Company or their relatives may be concerned or interested in any capacity.

Registered Office:

Unit No. 305, 3rd Floor, Wing 2/E,
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E-mail: ihf.legal@indostarcapital.com
Website: www.indostarhfc.com
Tel: +91 22 4510 7701;

By the Order of the Board of Directors
For **IndoStar Home Finance Private Limited**

Sd/-
Nidhi Sadani
Company Secretary
Membership No.: ACS 43659

Date: August 29, 2024

Place: Mumbai

ANNEXURE TO THE NOTICE CONVENING THE 9TH ANNUAL GENERAL MEETING OF THE COMPANY
INFORMATION OF DIRECTOR(S) SEEKING RE-APPOINTMENT AT THE 9TH ANNUAL GENERAL MEETING
OF THE COMPANY PURSUANT TO SECRETARIAL STANDARDS – 2:

Name of the Director(s)	Mr. Vibhor Kumar Talreja
Age	45 years
Date of first Appointment on the Board of the Company	Appointed as Non-Executive Director on the Board of Directors of the Company on July 10, 2020
Brief Resume, Qualifications, Experience and Nature of his expertise in functional areas	<p>Mr. Vibhor Kumar Talreja is an alumnus of IIT Kanpur and IIM Bangalore.</p> <p>Mr. Talreja joined Everstone in 2019 as a Managing Director to lead the financial services sector along with other responsibilities. Prior to joining Everstone, he was working as a Director with Temasek India for over 12 years, where he led decision making on investments and divestments of over \$2 billion each across both private and public transactions.</p> <p>Mr. Talreja has extensive experience in Financial Services, Industrial / Consumer, Real Estate & Telecom sectors and has also worked with JM Morgan Stanley and Tata Administrative Services.</p>
Terms and Conditions of appointment / re-appointment	Mr. Talreja is Liable to retire by rotation.
Remuneration sought to be paid	Presently, Non-Executive Directors of the Company are not entitled to receive sitting fees / remuneration, however he shall be entitled to sitting Fees / remuneration if approved by the Board of Directors / Shareholders of the Company in accordance with the provisions of the Act or rules Framed thereunder.
Remuneration last drawn (FY 2023-24)	Nil
Shareholding in the Company	Nil
Relationship with other Directors / Managers / Key Managerial Personnel	None of the Directors of the Company are inter se related to each other or with the Key Managerial Personnel of the Company.
No. of Board Meetings attended during the financial year 2023-24	7(7)
Other Directorships	<ul style="list-style-type: none"> a. IndoStar Capital Finance Limited b. IndoStar Asset Advisory Private Limited c. Calibre Chemicals Private Limited d. Grencell Mobility Private Limited

<p>Membership / Chairmanship of Committees of other Boards</p>	<p>IndoStar Capital Finance Limited Risk Management Committee – Member Debt – Public Issue Committee – Member</p> <p>Calibre Chemicals Limited Audit Committee - Chairman Corporate Social Responsibility Committee - Member Nomination & Remuneration Committee – Member Sub Committee - Member</p> <p>Greencell Mobility Private limited Audit Committee – Member Nomination & Remuneration Committee – Member</p>
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INDOSTAR HOME FINANCE PRIVATE LIMITED

(CIN: U65990MH2016PTC271587)

Registered & Corporate Office: Unit No. 305, 3rd Floor, Wing 2/E, Corporate Avenue, Andheri-Ghatkopar Link Road, Chakala, Andheri (E), Mumbai - 400093

Tel: +91 22 4510 7701;

Website: www.indostarhfc.com ; **Email:** ihf.legal@indostarcapital.com

ATTENDANCE SLIP

9TH ANNUAL GENERAL MEETING – FRIDAY, SEPTEMBER 13, 2024

Name and Registered Address of the Member:

Folio No.:
DP ID:
Client ID:
No. of Shares:

I / We hereby record my / our presence at the **9th Annual General Meeting** of **IndoStar Home Finance Private Limited** held on **Friday, September 13, 2024 at 10:00 a.m. (IST)** at the Registered Office of the Company at **Unit No. 305, 3rd Floor, Wing 2/E, Corporate Avenue, Andheri-Ghatkopar Link Road, Chakala, Andheri (E), Mumbai – 400093.**

Name of the Member / Authorised Representative / Proxy	Signature of the Member / Authorised Representative / Proxy

NOTE:

Please complete the Folio / DP ID-Client ID No. and name of the Member / Proxy / Authorised Representative, sign this Attendance Slip and hand it over, duly signed, at the entrance of the Meeting Venue.

INDOSTAR HOME FINANCE PRIVATE LIMITED

(CIN: U65990MH2016PTC271587)

Registered Office: Unit No. 305, 3rd Floor, Wing 2/E, Corporate Avenue, Andheri- Ghatkopar Link Road, Chakala, Andheri (E), Mumbai - 400093

Tel: +91 22 4510 7701;

Website: www.indostarhfc.com ; **Email:** ihf.legal@indostarcapital.com

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]

Name of the Member(s):
Registered Address:
Email Id:
Folio No./Client ID:
DP ID:

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

- Name: Address:

E-mail Id: Signature: or failing him;
- Name: Address:

E-mail Id: Signature: or failing him;
- 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 **9th Annual General Meeting** of the Company, to be held on **Friday, September 13, 2024 at 10:00 a.m. (IST)** at the Registered Office of the Company at **Unit No. 305, 3rd Floor, Wing 2/E, Corporate Avenue, Andheri- Ghatkopar Link Road, Chakala, Andheri (E), Mumbai - 400093** and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Ordinary Business
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2024, along with the report(s) of the Board of Directors and the Auditors thereon.
2.	To appoint a Director in place of Mr. Vibhor Kumar Talreja (DIN: 08768297), who retires by rotation and, being eligible, offers himself for re-appointment.
3.	To appoint M/s. Kirtane & Pandit LLP., Chartered Accountants, (Firm Registration No. 105215W/W100057) as Statutory Auditors of the Company and to fix their remuneration.

Special Business	
4.	Issue of Non-Convertible Debentures under Private Placement for aggregate principal amount not exceeding ₹ 1,000 crore, during a year.

Signed this day of 2024

Signature of Shareholder(s): _____

Signature of Proxy holder(s): _____

Affix Revenue Stamp ₹ 1/-

NOTE:

THE INSTRUMENT APPOINTING PROXY IN ORDER TO BE EFFECTIVE MUST BE DULY COMPLETED, STAMPED, SIGNED AND DEPOSITED WITH THE COMPANY AT ITS REGISTERED & CORPORATE OFFICE NOT LATER THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE ANNUAL GENERAL MEETING.

VENUE OF THE AGM

UNIT 305, CORPORATE AVENUE, E WING, 3RD FLOOR, ANDHERI-GHATKOPAR, LINK ROAD,
CHAKALA, ANDHERI (E), MUMBAI - 400093

