

NOTICE

NOTICE is hereby given that the Seventeenth Annual General Meeting of the Members of Svatantra Micro Housing Finance Corporation Limited will be held on Tuesday, July 29, 2025, at 11.00 A.M. at the Registered Office of the Company at Office No. 1,2,3,4, Ground Floor, Pushpak CHSL, Malaviya Road, Vile Parle (East), Mumbai 400 057 to transact the following business:

Ordinary Business:

1. To receive, consider and adopt the Audited Balance Sheet as at March 31, 2025, and the Statement of Profit and Loss for the year ended on that date and the reports of the Directors and Auditors thereon;
2. To appoint a director in place of Mr. Jayesh Navin Shah (DIN: 02562108), who retires by rotation under the provisions of the Companies Act, 2013 and being eligible, offers himself for re-appointment;

Special Business:

3. **Adoption of the Amended of Articles of Association:**

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 5, 14 and other applicable provisions if any of the Companies Act, 2013 (“Act”) read with the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and on recommendation made by the Board at its Meeting held on July 2, 2025, approval of the shareholders be and is hereby accorded to adopt the amended articles of association of the Company to incorporate the relevant provisions of the shareholders’ agreement dated March 4, 2024 executed by and amongst Svatantra Microfin Private Limited, Ananyashree Birla, IGH Holdings Private Limited, Svatantra Holdings Private Limited, Violicina Limited, Multiples Private Equity Fund III, Multiples Private Equity Fund IV and Multiples Private Equity Gift Fund IV.

RESOLVED FURTHER THAT the Board of Directors of the Company, be and are hereby authorized to do all such acts, deeds, matters and things as they may, in their absolute discretion, deem fit, necessary, essential, desirable, expedient, incidental and/or consequential to give effect to this resolution and to settle all questions, difficulties or doubts that may arise in

this regard at any stage without requiring the Board to secure any further consent or approval of the shareholders of the Company.

RESOLVED FURTHER THAT the certified copy of this resolution be furnished to such persons as may be concerned or interested in this regard under the signatures of any Director or the Company Secretary of the Company.”

4. Appointment of M/s. T R Chadha & Co LLP as Statutory Auditors of the Company:

To appoint Statutory Auditors of the Company and to fix their remuneration and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

“**RESOLVED THAT** pursuant to provisions of Section 139, 142 of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rule, 2014 and other applicable provisions, if any, and guidelines issued by Reserve Bank of India, M/s. T R Chadha & Co LLP, Chartered Accountants, (FRN: 006711N/N500028), be and are hereby appointed as Statutory Auditors of the Company to hold office from conclusion of 17th Annual General Meeting to be held in the year 2025 for a single term of 3 (Three) years till the conclusion of 20th Annual General Meeting to be held in the year 2028 at such remuneration plus applicable taxes and out of pocket expenses, as may be determined and recommended by the Audit Committee in consultation with the Auditors and duly approved by the Board of Directors of the Company.

RESOLVED FURTHER THAT the Directors, Chief Executive Officer, Chief Financial Officer and Company Secretary of the Company be and are hereby severally authorized to do all acts, deed and things as may be necessary, to give effect to this resolution.”

Place: Mumbai

Date: July 7, 2025

Regd. Office:

Office no. 1,2,3,4, Ground Floor,
Pushpak CHSL Malaviya Road,
Vile Parle (East)
Mumbai – 400057

**For and on behalf of the Board of
Svatantra Micro Housing Finance
Corporation Ltd.**

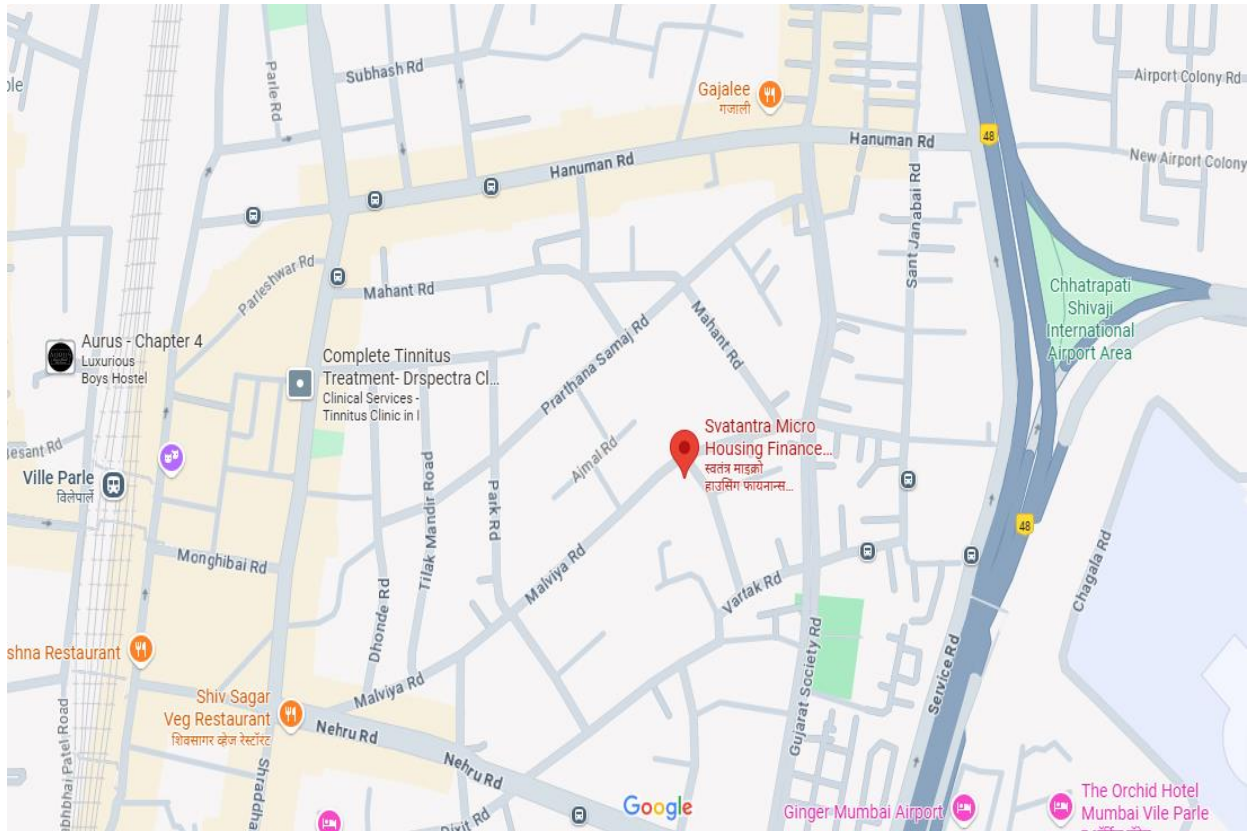
Sd/-

Company Secretary
(Membership No.: A34613)

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY. HOWEVER, THE PROXY IN ORDER TO BE EFFECTIVE MUST REACH THE REGISTERED OFFICE OF THE COMPANY ATLEAST 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
2. 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.
3. All the documents relevant to the resolutions specified in the Notice and which are referred to in the Explanatory Statement are available for inspection by the shareholders of the Company at the Registered Office of the Company on all working days during business hours and also at the place of the meeting on the meeting day.
4. The Members are requested to:
 - (a) Intimate to the Company changes, if any, in their Registered Addresses, if any, at an early date.
 - (b) Quote Ledger Folio numbers in all the correspondence.
5. Corporate Members intending to send their authorised representatives to attend the Annual General Meeting are requested to send a certified copy of the Board resolution authorizing their representative to attend and vote on their behalf at the Annual General Meeting.
6. Members holding shares in single name and physical form are advised to make nomination in respect of their shareholding in the Company. The Nomination Form SH-13 prescribed by the Government can be obtained from the Secretarial Department of the Company at its Registered Office.
7. Member(s)/ Participant(s) may attend the Meeting through Electronic Mode and if you desire to participate through such mode, please send confirmation in this regard to Ms. Tasneem Rangwala, Company Secretary email: tasneem.mandsorwala@svatantramhfc.com/ Mobile: +919820892310 to enable making necessary arrangements.

ROUTE MAP TO THE VENUE (REGISTERED OFFICE)



Svatantra Micro Housing Finance Corporation Limited

CIN: U67190MH2008PLC182274

Office No.: 1,2,3,4 Ground Floor, Pushpak CHSL, Malaviya Road, Vile Parle (East), Mumbai-400057.

Tel: +91 22 26101076/77/78/79 Email: contact@svatantramhfc.com – Website: <https://svatantramhfc.com/>

ANNEXURE TO THE NOTICE

Explanatory Statement

[Pursuant to Section 102(2) of the Companies Act, 2013]

Item no. 3:

The shareholders of the Company are hereby informed that the Svatantra Microfin Private Limited ('SMPL'), Svatantra Holdings Private Limited ('SHPL'), Ms. Ananyashree Birla ('Promoter'), IGH Holdings Private Limited ('IGH') ('SHPL, Promoter and IGH are collectively referred to as "Svatantra Group Shareholders") and Violicina Limited ('VL'), Multiples Private Equity Fund III, Multiples Private Equity Fund IV and Multiples Private Equity Gift Fund IV ('Multiples'), (VL and Multiples are collectively referred to as "Investors") had entered into a Shareholders' Agreement ('SHA') on March 4, 2024.

To implement the relevant provisions of the SHA within the Company's Articles of Association ("AOA"), it is proposed that the AOA be amended accordingly to incorporate these provisions.

Further, the Board of Directors of the Company at their meeting held on July 7, 2025, subject to approval of the Shareholders of the Company, have inter alia, approved the adoption of the amended of Articles of Association ("Amended AOA") of the Company.

Pursuant to provisions of Section 14 and any other applicable provisions if any, of the Companies Act, 2013, as amended, the approval of Shareholders of the Company is required, by way of Special Resolution, for the adoption of an amended AOA of the Company. Accordingly, this resolution has been placed before the Shareholders for approval.

The draft of the existing AOA as well as Amended AOA of the Company is available for inspection by the Members of the Company at the Registered Office of the Company on all working days during normal business hours.

None of the Directors, Key Managerial Personnel and their relatives are in any way concerned or interested, financially or otherwise, in the aforesaid Special Resolution.

The Board of Directors recommend the resolution as set out in Item No. 3 of the accompanying notice for approval of the members by way of Special Resolution.

Item no. 4:

The Board of Directors at its meeting held on July 2, 2025 and on the recommendation of the Audit Committee and pursuant to Section 139 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and other

applicable provisions if any, and guidelines issued by Reserve Bank of India, recommended the appointment of M/s. T R Chadha & Co LLP, Chartered Accountants, as Statutory Auditors of the Company to hold office for a period of three years, from the conclusion of the 17th Annual General Meeting, till the conclusion of the 20th Annual General Meeting of the Company to be held in the year 2028 at such remuneration plus applicable taxes, and out of pocket expenses, as may be determined and recommended by the Audit Committee in consultation with the Auditors and duly approved by the Board of Director of the Company.

None of the Directors, Key Managerial Personnel and their relatives are in any way concerned or interested, financially or otherwise, in the aforesaid Ordinary Resolution.

The Board accordingly recommends the Ordinary Resolution set out at Item No. 4 of the accompanying Notice for approval of the Members.

Place: Mumbai
Date: July 7, 2024

Regd. Office:

Office no. 1,2,3,4, Ground Floor,
Pushpak CHSL Malaviya Road,
Vile Parle (East)
Mumbai – 400057

**For and on behalf of the Board of
Svatantra Micro Housing Finance
Corporation Ltd.**

Sd/-

Company Secretary
(Membership No.: A34613)