NOTICE

NOTICE is hereby given that the Eighteenth Annual General Meeting of the Members of Svatantra Micro Housing Finance Corporation Limited will be held on Saturday, August 1, 2026, at 11.00 A.M. at the Registered Office of the Company at Office No. 5 & 6, 11th Floor, E Wing, Times Square, Andheri-Kurla Road, Marol, Andheri (E), Mumbai, 400059 to transact the following business:

Ordinary Business:

1. To receive, consider and adopt the Audited Balance Sheet as at March 31, 2026, 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. Anil Chirania (DIN: 01082719), who retires by rotation under the provisions of the Companies Act, 2013 and being eligible, offers himself for re-appointment;

Special Business:

1. **APPOINTMENT OF MR. DEEPABH JAIN (DIN: 01111645) AS DIRECTOR OF THE COMPANY:**

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

   "**RESOLVED THAT,** pursuant to the provisions of Section 149, 152, 161(1) and all other applicable provisions of the Companies Act, 2013, and the Rules made thereunder (including any statutory modifications or re-enactment(s) thereof, for the time being in force) and the Articles of Association of the Company, and on the recommendation of Nomination and Remuneration Committee and the Board of Directors of the Company at the meeting held on July 23, 2026, Mr. Deepabh Jain (DIN: 01111645), who was appointed as an Additional Director by the Board of Directors with effect from March 10, 2026, and who holds office up to the date of the ensuing Annual General Meeting of the Company, in terms of Section 161 of the Companies Act, 2013, and being eligible offers himself for appointment and in respect of whom the Company has received a notice in writing from a member pursuant to Section 160 of the Act proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT any of the Directors or Chief Executive Officer or Chief Financial Officer or the Company Secretary of the Company be and are hereby severally authorized to file, sign, verify and execute all such e-forms, papers, documents as may be required and to do all such acts, deeds and things as may be required in this regard.

RESOLVED FURTHER THAT any Director or the Company Secretary of the Company be and is hereby severally authorized to issue the true copy of the aforesaid resolutions and the same may be forwarded to any concerned authorities for necessary action."

2. **APPOINTMENT OF MR. DEEPABH JAIN (DIN: 01111645) AS MANAGING DIRECTOR OF THE COMPANY:**

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

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 152, 196, 197 and 203 of the Companies Act, 2013, applicable rules made thereunder and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modifications or re-enactments thereof for the time being in force) read with Schedule V to the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014, as amended from time to time, and the provisions of all other applicable laws, rules and regulations, guidelines, circulars, notifications and on the recommendation of Nomination and Remuneration Committee and the Board of Directors of the Company at the meeting held on July 23, 2026, the consent of the members be and is hereby accorded for the appointment of Mr. Deepabh Jain (DIN: 01111645) as the Managing Director of the Company for a term of 5 years with effect from July 23, 2026, to July 22, 2031, liable to retire by rotation with the terms and conditions as set out in the Explanatory Statement annexed to the notice convening this Annual General Meeting and as approved by the Board.

RESOLVED FURTHER THAT any of the Directors or Chief Executive Officer or Chief Financial Officer or the Company Secretary of the Company be and are hereby severally authorized to file, sign, verify and execute all such e-forms, papers, documents as may be required and to do all such acts, deeds and things as may be required in this regard.

RESOLVED FURTHER THAT any Director or the Company Secretary of the Company be and is hereby severally authorized to issue the true copy of the aforesaid resolutions and the same may be forwarded to any concerned authorities for necessary action."

3. APPROVAL OF REMUNERATION OF MR. DEEPABH JAIN (DIN: 01111645) MANAGING DIRECTOR OF THE COMPANY:

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

"RESOLVED THAT pursuant to Sections 197, 198 and Schedule V, and all other applicable provisions, if any, of the Company Act 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable rules (including statutory modification(s) or re-enactment(s) thereof, for the time being in force) and applicable guidelines, rules, regulation and circulars issued by the Reserve Bank of India from time to time and relevant provisions of the Article of Association of the Company and based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors at its meeting held on July 23, 2026, consent of the members be and is hereby accorded for the payment of remuneration to Mr. Deepabh Jain (DIN: 01111645), Managing Director of the Company with effect from April 1, 2026 on the following terms and conditions within the statutory limits:

A. **Fixed Remuneration:**
   a. **Basic Salary:** Rs. 1,03,76,436 (Rupees One Crore, Three Lakhs, Seventy-Six Thousand, Four Hundred, Thirty-Six Only) per annum with such increments as the Board may decide.
   b. **HRA:** Rs. 48,57,744 (Rupees Forty-Eight Lakh, Fifty-Seven Thousand, Seven Hundred, Forty-Four Only) per annum with such increments as the Board may decide.
   c. **Flexi Pay:** Rs. 6,26,424 (Rupees Six Lakh, Twenty-Six Thousand, Four Hundred and Twenty-Four Only) per annum with such increments as the Board may decide.
   d. **Special Allowance:** Rs. 28,53,528 (Rupees Twenty-Eight Lakhs, Fifty-Three Thousand, Five Hundred and Twenty-Eight Only) per annum with such increments as the Board may decide.

B. **Performance Variable Pay:** Rs. 56,39,375 (Rupees Fifty-Six Lakhs, Thirty-Nine Thousand, Three Hundred, Seventy-Five Only) per annum with such increments and linked to achievement of targets, as may be decided from the Board from time to time.

C. **Other Allowances and Perquisites:**
   a. **Retirement Benefits:** Contribution towards Provident Fund, Superannuation Fund, and/or Gratuity as per the Company's Policy.
   b. **Other Benefits:** Leave and related benefits, Medical and life insurance, personal accident insurance as per the Company's Policy
   c. **Other Allowances, benefits and perquisites:** Any other allowances, benefits and perquisites as per the rules applicable to the Senior Executives of the Company and/

or which may become applicable in future and/ or any other allowances, perquisites as the Board from time to time decide.

RESOLVED FURTHER THAT upon the recommendation of the Nomination and Remuneration Committee, the Board may vary/ revise/ ratify the remuneration and/ or the components thereof of Mr. Deepabh Jain during the term of his employment, provided such variation/ revision, if any, is subject to the same not exceeding the limits specified under Section 197 and 198 read with Schedule V of the Act and the rules made thereunder and RBI Guidelines (including any statutory modification(s) or re-enactment(s) thereof for the time being in force).

RESOLVED FURTHER THAT if in any financial year, the Company has no profits or its profits are inadequate, the remuneration including the perquisites as aforesaid will be paid to Mr. Deepabh Jain in accordance with the applicable provisions of the Act read with rules made thereunder and subject to such other approvals as may be required in this regard.

RESOLVED FURTHER THAT any of the Directors or the Chief Financial Officer or the Company Secretary of the Company be and are hereby severally 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.

RESOLVED FURTHER THAT any Director or the Company Secretary of the Company be and is hereby severally authorized to issue the true copy of the aforesaid resolutions and the same may be forwarded to any concerned authorities for necessary action."

4. **APPOINTMENT OF MR. VINEET BIJENDRA CHATTREE (DIN: 07962531) AS DIRECTOR OF THE COMPANY:**

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

"RESOLVED THAT, pursuant to the provisions of Section 149, 152, 161(1) and all other applicable provisions of the Companies Act, 2013, and the Rules made thereunder (including any statutory modifications or re-enactment(s) thereof, for the time being in force) and the Articles of Association of the Company, and on recommendation of Nomination and Remuneration Committee and Board of Directors at the meeting held on July 23, 2026, of the Company, Mr. Vineet Bijendra Chattree (DIN: 07962531), who was appointed as an Additional Director by the Board of Directors with effect from March 31, 2026, and who holds office until the date of the next annual general meeting, in terms of Section 161 of the Companies Act, 2013, and being eligible offers himself for appointment and in respect of whom the Company has received a notice in writing from a member pursuant to Section 160 of the Act proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT any of the Directors Chief Executive Officer or Chief Financial Officer or the Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds and things as may be required in this regard.

RESOLVED FURTHER THAT any Director or the Company Secretary of the Company be and is hereby severally authorized to issue the true copy of the aforesaid resolutions and the same may be forwarded to any concerned authorities for necessary action."

Place: Mumbai
Date: July 23, 2026

Regd. Office:
Office No. 5 & 6, 11th Floor, E Wing,
Times Square, Andheri-Kurla Road,
Marol, Andheri (E),
Mumbai – 400059

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:

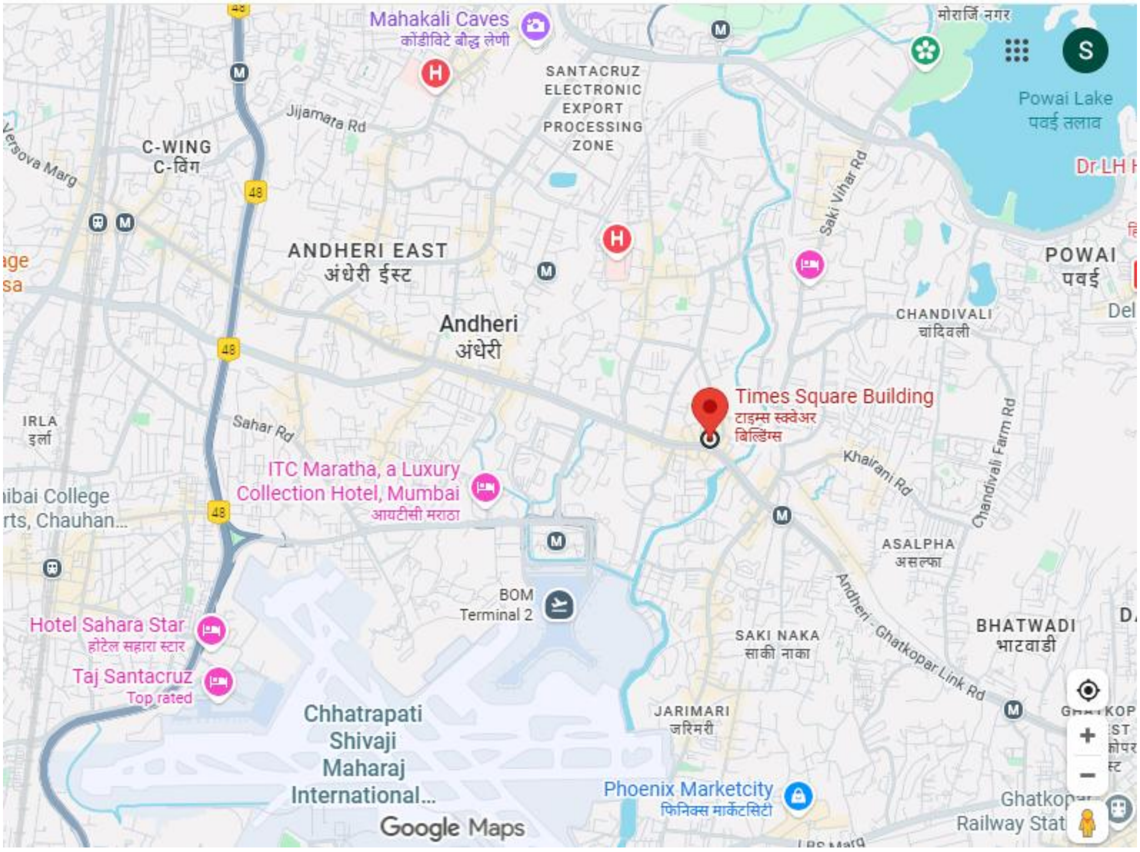
   (a) Intimate to the Company changes, if any, in their Registered Addresses, if any, at an early date.
   (b) Quote Ledger Folio numbers in all the correspondence.

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
Registered Office: Office No. 5 & 6, 11th Floor, E Wing, Times Square, Andheri-Kurla Road, Marol, Andheri (E), Mumbai, 400059.
Tel: +91 22 69609000/100 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. 1, 2 and 3:

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company, at its meeting held on March 10, 2026, appointed Mr. Deepabh Jain (DIN: 01111645) as an Additional Director with effect from March 10, 2026. Subsequently, on the recommendation of the Nomination and Remuneration Committee, the Board, at its meeting held on July 23, 2026, appointed him as the Managing Director of the Company for a term of five years from July 23, 2026, to July 22, 2031, liable to retire by rotation, on the terms and conditions agreed between the Board of Directors and Mr. Deepabh Jain, subject to the approval of the Members of the Company.

Brief Profile of Mr. Deepabh Jain is as follows:

Deepabh Jain has over 31 years of experience across sales, distribution, business development and consulting in the financial services sector spanning payments, mortgages, auto loans and consumer goods loans. Prior to joining SMHFC, he worked with Fincare Small Finance Bank in 2018 and also served as a Banking Consultant with the International Finance Corporation where he advised client banks in Asia on retail banking strategy and SME lending. In his previous corporate assignments at Tata Capital Group, HSBC and GE India, he has held CXO/ Business Head roles in India and Hong Kong. He is a B.Tech from IIT BHU and has a PGDM from IIM Calcutta.

Mr. Deepabh Jain satisfies all the conditions set out in Part-I of Schedule V and the fit and proper criteria prescribed under the RBI (Non-Banking Financial Company – Governance) Directions, 2025, for being eligible for his appointment as Managing Director of the Company and has given his consent to act as Managing Director of the Company. He is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act 2013 (“Act”), and other applicable law in force, and is not debarred from holding the office of Director of the Company by virtue of any order of the Ministry of Corporate Affairs or any other court or tribunal under applicable law. He has also intimated his concern or interest in any company or companies or bodies corporate (including shareholding interest), firms or other association of individuals under sub-section (1) of Section 184 of the Act.

The terms and conditions relating to the appointment and terms of remuneration of Mr. Deepabh Jain as Managing Director are as follows:

(i) **Period**: For 5 years with immediate effect unless otherwise mutually agreed;

(ii) **Nature of duties:** Mr. Deepabh Jain (DIN: 01111645) as a Managing Director of the Company, shall perform such duties as may be entrusted to him by the Board from time to time and separately communicated to him and exercise such powers as may be assigned to him, subject to the superintendence, control and directions of the Board in connection with and in the best interests of the Company;

(iii) Term and Termination: Subject as hereinafter provided, the tenure of Mr. Deepabh Jain (DIN: 01111645) as a Managing Director of the Company shall remain in force for a period of 5 years from the date of appointment, unless otherwise mutually agreed and shall be liable to retire by rotation; and

(iv) Other terms: Other terms (if any) of employment of Mr. Deepabh Jain (DIN: 01111645) as Managing Director of the Company shall be mutually agreed between the Board and Mr. Deepabh Jain (DIN: 01111645).

(v) Remuneration:

A. <u>Fixed Remuneration:</u>

a. **Basic Salary:** Rs. 1,03,76,436 (Rupees One Crore, Three Lakhs, Seventy-Six Thousand, Four Hundred, thirty-six only) per annum with such increments as the Board may decide.

b. **HRA:** Rs. 48,57,744 (Rupees Forty-Eight Lakh, Fifty-Seven Thousand, Seven Hundred, Forty-Four Only) per annum with such increments as the Board may decide.

c. **Flexi Pay:** Rs. 6,26,424 (Rupees Six Lakh, Twenty-Six Thousand, Four Hundred and Twenty-Four Only) per annum with such increments as the Board may decide.

d. **Special Allowance:** Rs. 28,53,528 (Rupees Twenty-Eight Lakhs, Fifty-Three Thousand, Five Hundred and Twenty-Eight Only) per annum with such increments as the Board may decide.

B. **<u>Performance Variable Pay:</u>** Rs. 56,39,375 (Rupees Fifty-Six Lakhs, Thirty-Nine Thousand, Three Hundred, seventy-five only) per annum with such increments and linked to achievement of targets, as may be decided from the Board from time to time.

C. <u>Other Allowances and Perquisites:</u>

a. **Retirement Benefits:** Contribution towards Provident Fund, Superannuation Fund, and/or Gratuity as per the Company's Policy.

b. **Other Benefits:** Leave and related benefits, Medical and life insurance, personal accident insurance as per the Company's Policy

c. **Other Allowances, benefits and perquisites:** Any other allowances, benefits and perquisites as per the rules applicable to the Senior Executives of the Company and/ or which may become applicable in future and/ or any other allowances, perquisites as the Board from time to time decide.

The Board of Directors shall have the authority to grant such increments to Mr. Deepabh Jain and/ or revise/ratify the remuneration and/ or the components thereof, from time to time during the term of his employment, subject to the recommendation of the Nomination and Remuneration Committee, provided such increments and/ or revision is carried out in accordance with provisions of Section 197 and 198 read with Schedule V and other applicable provisions, if any, of the Act and the rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and directions, rules, guidelines issued by RBI. Subject as aforesaid, the Managing Director shall be governed by such other Rules as are applicable to the Senior Executives of the Company from time to time.

When in any financial year, the Company has no profits or its profits are inadequate, the remuneration including the perquisites as aforesaid will be paid to Mr. Deepabh Jain in accordance with the applicable provisions of the Act read with rules made thereunder and subject to such approvals as may be required.

Members' approval is sought for the appointment of and remuneration payable to Mr. Deepabh Jain in terms of the applicable provisions of the Act, more particularly as mentioned in the resolution and this explanatory statement and the remuneration is within the limits set by the Act. The detailed agreement is available for inspection at the registered office.

Members may note that in this regard, the Company has received a notice from a member of the Company under Section 160 of the Act.

Details of Mr. Deepabh Jain in terms of the Secretarial Standard on the General Meetings ("SS-2") issued by the Institute of Company Secretaries of India has been provided in the Annexure attached to this notice.

None of the directors of the Company or their relatives, key managerial personnel and members of the senior management of the Company or their relatives (as defined in the Companies Act), except Mr. Deepabh Jain (DIN: 01111645) is in any way concerned or interested (financially or otherwise), in the proposed resolutions set out at Item No. 1, 2 and 3 of the accompanying Notice, except to the extent of their shareholding in the Company, if any.

The Board recommends the Resolutions as set out at Item No. 1 and 2 of the accompanying Notice for approval of the Shareholders of the Company by way of Ordinary Resolution and Item No. 3 of the accompanying Notice for approval of the Shareholders of the Company by way of Special Resolution.

<u>Item No. 4:</u>

The Board of Directors of the Company, upon recommendation of Nomination and Remuneration Committee at its meeting held on March 31, 2026, had appointed Mr. Vineet Bijendra Chattree (DIN: 07962531), as an Additional Director of the Company with effect from March 31, 2026, and pursuant to the provisions of Section 161(1) of the Act and Articles of Association of the Company, he shall hold office up to the date of the ensuing Annual General Meeting ('AGM') and is eligible to be appointed as a Director, subject to the approval of the Members of the Company and liable to retire by rotation.

The Company has received a notice in writing under the provisions of Section 160 of the Companies Act, 2013, from him proposing his candidature for the office of director.

<u>Brief Profile of Mr. Vineet Bijendra Chattree is as follows:</u>

Mr. Vineet Bijendra Chattree holds a bachelor's degree in chemical engineering from the University of Bombay, Maharashtra, a master's degree in management from the Indian Institute of Technology, Bombay, Maharashtra and a master's degree in business laws from the National Law School of India University, Bengaluru, Karnataka. He has also completed the 'Leadership Journey' program at the Wharton School of the University of Pennsylvania, United States of America. He has more than 28 years of work experience. He was previously associated with National Organic Chemical Industries Limited as a process engineering officer, with Tata Strategic Management Group as a consultant, with Kline India Research and Consulting Private Limited as a director - business development, with Stratbiz Consulting Private Limited as a consultant and with Aditya Birla Management Corporation Private Limited as a senior president.

Mr. Vineet Bijendra Chattree satisfies all the conditions set out in Part-I of Schedule V and the fit and proper criteria prescribed under the RBI (Non-Banking Financial Company – Governance) Directions, 2025, for being eligible for his appointment as Director of the Company and has given his consent to act as Director of the Company. He is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act 2013 ("Act"), and other applicable law in force, and is not debarred from holding the office of Director of the Company by virtue of any order of the Ministry of Corporate Affairs or any other court or tribunal under applicable law. He has also intimated his concern or interest in any company or companies or bodies corporate (including shareholding interest), firms or other association of individuals under sub-section (1) of Section 184 of the Act.

Members may note that in this regard, the Company has received a notice from a member of the Company under Section 160 of the Act.

Details of Mr. Vineet Bijendra Chattree in terms of the Secretarial Standard on the General Meetings ("SS-2") issued by the Institute of Company Secretaries of India has been provided in the Annexure attached to this notice.

None of the directors of the Company or their relatives, key managerial personnel and members of the senior management of the Company or their relatives (as defined in the Companies Act), except Mr. Vineet Bijendra Chattree (DIN: 07962531) is in any way concerned or interested (financially or otherwise), in the proposed resolutions set out at Item No. 4 of the accompanying Notice, except to the extent of their shareholding in the Company, if any.

The Board recommends the Resolutions as set out at Item No. 4 of the accompanying for approval of the Shareholders of the Company by way of Ordinary Resolution.

Place: Mumbai
Date: July 23, 2026

Regd. Office:
Office No. 5 & 6, 11th Floor, E Wing,
Times Square, Andheri-Kurla Road,
Marol, Andheri (E),
Mumbai – 400059

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

Sd/-

Company Secretary
(Membership No.: A34613)

Annexure

The brief profile of the Directors, in terms of the Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India ('ICSI'), is given below:

Name	**Deepabh Jain**	**Vineet Bijendra Chattree**
DIN	01111645	07962531
Date of Birth	July 11, 1967	27^{th} July 1972
Age	59 years	54 years
Qualifications	B. Tech from IIT BHU, and a PGDM from IIM Calcutta	B.E (Chemical Engineering), MBA
Experience	Mr. Deepabh Jain has over 31 years of experience across sales, distribution, business development and consulting in the financial services sector spanning payments, mortgages, auto loans and consumer goods loans. Prior to joining Fincare Small Finance Bank in 2018, he served as a Banking Consultant with the International Finance Corporation where he advised client banks in Asia on retail banking strategy and SME lending. In his previous corporate assignments at Tata Capital Group, HSBC and GE India, he has held CXO/ Business Head roles in India and Hong Kong. Deepabh is a B. Tech from IIT BHU and has a PGDM from IIM Calcutta.	Near three decades of experience with leading corporate in India and overseas. Decadal experience in managing financial services (NBFC) across both secured (housing finance) and unsecured (microfinance) asset.
Terms and Conditions of appointment ~~or re-appointment~~	Appointed as Managing Director for a term of 5 years w.e.f. July 23, 2026.	As stated above in the Resolution and explanatory statement.
Details of remuneration sought to be paid and Remuneration last drawn by such person, if applicable	As stated above in the explanatory statement.	NIL

Date of first appointment on the Board	March 10, 2026	March 31, 2026
Shareholding (%) in the company	Nil	Nil
Relationship with other Directors, Manager and other Key Managerial Personnel of the company	Nil	Nil
Number of Meetings of the Board attended during the Financial Year 2026-27	2	2
Directorship in other Companies	Nil	1
Membership / Chairmanship of Committees of other public limited companies.	Nil	**Svatantra Microfin Limited** • Audit Committee - Member • Corporate Social Responsibility Committee - Member • Risk Management Committee - Member • Stakeholders Relationship Committee - Member • IT Strategy Committee - Member • Asset - Liability Management Committee – Chairperson • Borrowing Committee – Chairperson • Customer Service Committee – Member • Finance Committee - Member