

NOTICE

Notice is hereby given that the 4th Extra-ordinary General Meeting of **SATIN HOUSING FINANCE LIMITED** will be held on Wednesday, the 23rd day of September, 2020 at 11.00 A.M. at its Registered Office at 505, 5th Floor, Kundan Bhawan, Azadpur Commercial Complex, Delhi-110033 to transact the following business:

SPECIAL BUSINESS

1. To consider, and if thought fit, to pass the following resolution, with or without modification, as a Special resolution:

“**RESOLVED THAT** pursuant to the provisions of Section 13, 61, 64 and other applicable provisions, if any, of the Companies Act, 2013 (including any amendment thereto or re-enactment thereof) and the rules framed there under, the consent of members of the Company be and is hereby accorded to increase the Authorized Share Capital of the Company from existing Rs. 80,00,00,000/- (Rupees Eighty Crore) divided into 8,00,00,000 (Eight Crore) Equity Shares of Rs. 10/- each to Rs. 95,00,00,000/- (Rupees Ninety-Five Crore) divided into 9,50,00,000 (Nine Crore and Fifty Lakh) Equity Shares of Rs. 10/- each by creation of additional 1,50,00,000 (One Crore and Fifty Lakh) Equity Shares of Rs. 10/- each ranking pari passu in all respects with the existing Equity Shares of the Company.”

“**RESOLVED FURTHER THAT** the Memorandum of Association of the Company be altered in the following manner i.e. existing Clause V of the Memorandum of Association be deleted and the same be substituted with the following new clause as Clause V:

V. The Authorised Share Capital of the Company is Rs. 95,00,00,000/- (Rupees Ninety-Five Crore Only) divided into 9,50,00,000 (Nine Crore and Fifty Lakh) Equity Shares of Rs. 10/- (Rupees Ten) each.”

“**RESOLVED FURTHER THAT** any of the Directors of the Company be and is hereby severally authorised to sign and file the requisite documents with the Registrar of Companies, NCT of Delhi and Haryana and other authorities as required and to do all necessary acts, deeds and things which are necessary and expedient for the aforesaid purpose.”

**By Order of the Board of Directors
For Satin Housing Finance Ltd.**


Prince Kumar
Company Secretary & Compliance Officer
ACS: A41094



Place: Gurugram
Dated: 01 Sep, 2020

NOTES:

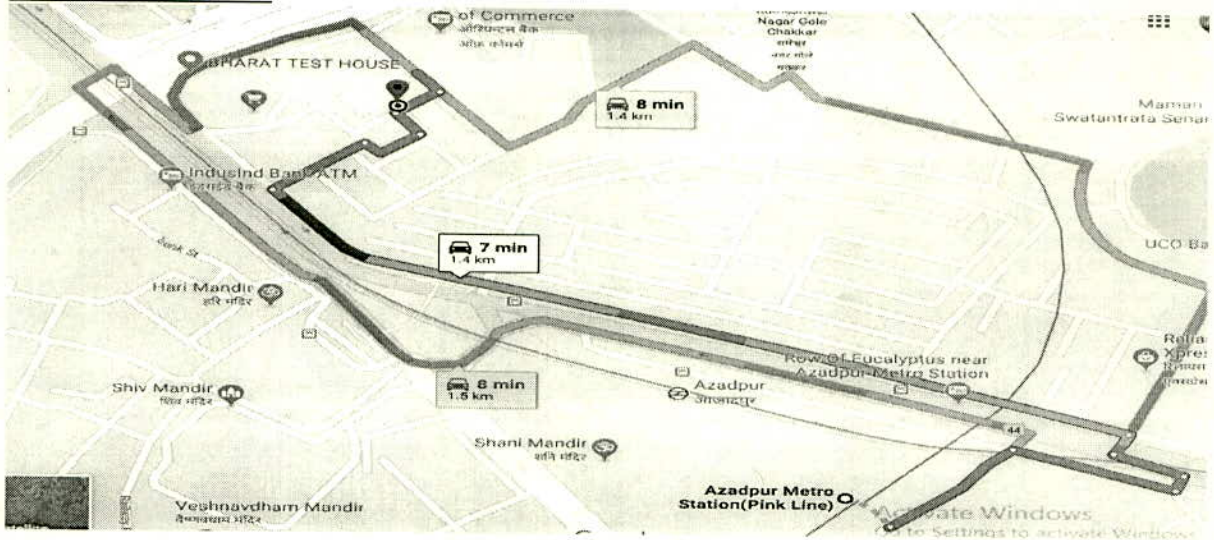
1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY/ PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF. SUCH A PROXY/ PROXIES NEED NOT BE A MEMBER OF THE COMPANY.**
2. A person can act as proxy on behalf of members not exceeding 50 and holding in the aggregate 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 proxy and such person shall not act as proxy for any other shareholder. The instrument of proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting.
3. A Statement pursuant to Section 102(1) of the Companies Act, 2013, relating to the Special Business to be transacted at the meeting is annexed hereto.
4. A body corporate being a member shall be deemed to be personally present at the meeting if represented in accordance with the provisions of Section 113 of the Companies Act, 2013. The representative so appointed, shall have the right to appoint a proxy.
5. All documents referred to in the accompanying notice and the statement shall be open for inspection at the Registered Office of the Company during normal business hours from 11 a.m. to 1:00 p.m. on all working days, up to and including the date of the Extraordinary General Meeting of the Company and will also be available for inspection at the meeting.
6. Members/Proxies are requested to bring their duly filled attendance slip sent herewith at the meeting



ROUTE MAP

Route Map to reach EGM venue from Azadpur Metro Station

[https://www.google.com/maps/dir/Azadpur+Metro+Station\(Pink+Line\),+Grand+Trunk+Road,+Jhangerpuri,+Lal+Bagh,+Azadpur,+Delhi/route+map+from+Azadpur+Metro+station+to+505,+5th+Floor,+Kundan+Bhawan,+Azadpur+Commercial+Complex,+Delhi+%E2%80%93+110033/@28.7081891,77.1779188,16.98z/data=!4m14!4m13!1m5!1m1!1s0x390d021b5f2d11a1:0x697f2d0613c9ba82!2m2!1d77.1819384!2d28.7058266!1m5!1m1!1s0x390d021de9ed809b:0xc9b794d1baafd63a!2m2!1d77.1783854!2d28.7100282!3e0](https://www.google.com/maps/dir/Azadpur+Metro+Station(Pink+Line),+Grand+Trunk+Road,+Jhangerpuri,+Lal+Bagh,+Azadpur,+Delhi/route+map+from+Azadpur+Metro+station+to+505,+5th+Floor,+Kundan+Bhawan,+Azadpur+Commercial+Complex,+Delhi+%E2%80%93+110033/@28.7081891,77.1779188,16.98z/data=!4m14!4m13!1m5!1m1!1s0x390d021b5f2d11a1:0x697f2d0613c9ba82!2m2!1d77.1819384!2d28.7058266!1m5!1m1!1s0x390d021de9ed809b:0xc9b794d1baafd63a!2m2!1d77.1783854!2d28.7100282!3e0)



EXPLANATORY STATEMENTS PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

ITEM NO. 1:

The company intends to expand its present business activities. In order to meet the additional requirements of funds, it is anticipated that the present Authorised Share Capital shall be insufficient. It is, therefore, proposed to increase the Authorised Share Capital of the Company from Rs. 80,00,00,000/- (Rupees Eighty Crore) divided into 8,00,00,000 (Eight Crore) Equity Shares of Rs. 10/- each to Rs. 95,00,00,000/- (Rupees Ninety-Five Crore) divided into 9,50,00,000 (Nine Crore and Fifty Lakh) Equity Shares of Rs. 10/- each by creation of additional 1,50,00,000 (One Crore and Fifty Lakh) Equity Shares of Rs. 10/- each ranking pari passu in all respects with the existing Equity Shares of the Company.

In order to raise the Authorised Share Capital of the Company, approval of shareholders by way of passing of Ordinary Resolution is necessary pursuant to Section 61 and 64 of the Companies Act, 2013, and is thus being sought.

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

**By Order of the Board of Directors
For Satin Housing Finance Ltd.**


**Prince Kumar
Company Secretary & Compliance Officer
ACS: A41094**

Place: 01 Sep, 2020

Dated: Gurugram