



## NOTICE

Notice is hereby given that the 4<sup>th</sup> Annual General Meeting ("AGM") of the Members of Sasvitha Home Finance Private Limited ("the Company") is scheduled to be held on Monday, the 2<sup>nd</sup> August, 2021 at 11:00 A.M. (IST) at The Accord Metropolitan, 35, Gopathi Narayanaswami Rd, Parthasarathi Puram, T. Nagar, Chennai, Tamil Nadu 600017 to transact the businesses set out in this Notice.

Members who are desirous of attending the AGM through Video Conferencing (VC) / Other Audio Visual Means (OAVM), will be permitted on request to join the AGM

### **ORDINARY BUSINESS:**

To receive, consider and adopt the audited financial statements of the Company i.e., the Balance Sheet as at 31<sup>st</sup> March, 2021, Profit and Loss Account and Cash Flow Statement for the year ended 31<sup>st</sup> March, 2021 together with notes and schedules, along with Directors' Report and Auditors' Report thereon.

### **SPECIAL BUSINESS:**

#### **ITEM NO. 1**

#### **Increase in Authorised Capital of the Company from the present Authorised Capital of Rs. 25 Crores to Rs. 40 Crores**

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 13, 61, 64 and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification(s) and reenactment(s) thereof for the time being in force) and the rules framed thereunder, consent of the Members be and is hereby accorded to increase the Authorized Share Capital of the Company from the present 25,00,00,000 (Rupees Twenty Five Crore only) divided into 2,50,00,000 (Two Crore Fifty Lakh) of Rs.10/- (Rs. Ten only) each to Rs. 40,00,00,000 (Rupees Forty Crore only) divided into 4,00,00,000 (Four Crore) equity shares of Rs.10/- (Ten Only).

**RESOLVED FURTHER THAT** the Memorandum of Association of the Company be and is hereby altered by substituting the existing Clause V thereof by the following new Clause V as under:

*“The Authorized Share Capital of the Company is Rs. 40,00,00,000/- (Rupees Forty Crore only) divided into 4,00,00,000 (Four Crore) equity shares of Rs. 10/- (Rupees Ten) each.”*

**RESOLVED FURTHER THAT** the Directors of the company be and are hereby severally authorized to take steps such as filing of return with Registrar of Companies and such other acts as may be necessary to implement the resolution.”

## **ITEM NO. 2**

### **To borrow monies from Banks, Financial Institutions and other entities for the purpose of the Business of the Company**

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

**“RESOLVED THAT** pursuant to Section 180 (1)(c) and other applicable provisions, if any, of the Companies Act, 2013, read with rules made there under including any





modification(s) or re-enactment thereof for the time being in force, consent / approval of the shareholders of the Company be and is hereby accorded / granted to the Board of Directors / Committee of Directors or any one or more directors / persons of the company with whom such powers may be vested by the Board of Directors of the Company, to borrow monies from Bank(s), Financial Institutions, Investment Institutions and their subsidiaries, Mutual Funds, Foreign Institutional Investors, Companies including Foreign Companies, Insurance Companies, Shareholders/Members of the Company, Directors of the Company, Corporate Bodies including overseas corporate bodies, Private Equity Funds, Trusts, LLP's, Firms and /or any one or more persons whether by way of cash credit, advances or deposits, loans including foreign currency loans or bill discounting, avail guarantees issue of debentures, bonds or otherwise and whether secured or unsecured for the purpose of the business of the Company from time to time, at their discretion, on such terms and conditions as the Board of Directors / Committee of Directors may deem fit, notwithstanding that the monies to be borrowed together with the monies already borrowed by the Company (apart from temporary loans obtained and / or to be obtained from the Company's Bankers in the ordinary course of business) will or may exceed the aggregate of the paid up capital of the Company and its free reserves, so that the total amounts up to which the monies may be borrowed by the Board of Directors / Committee of Directors of the Company and outstanding at any time shall not exceed the aggregate sum of Rs.300.00 Crores. (Rupees Three Hundred Crores Only)

**RESOLVED FURTHER THAT** the Board of Directors / Committee of Directors or any one or more directors / persons of the company with whom such powers may be vested by the Board of Directors of the Company, be and are hereby severally authorized and empowered to arrange or settle the terms and conditions on which all such monies are to be borrowed from time to time as to interest, repayment, security or otherwise howsoever as they may deem fit and to execute all such documents, instruments and writings as may be required for this purpose.





**RESOLVED FURTHER THAT** the Board of Directors / Committee of Directors of the Company be and are hereby severally authorized and empowered to delegate all or any of the powers herein conferred to any one or more Directors / Persons of the Company

**RESOLVED FURTHER THAT** the Board of Directors or Committee of Directors or anyone or more Directors / Persons with whom such powers may be vested by the Board of Directors of the Company be and are hereby severally authorized to take such steps expedient or desirable and to do all other acts, deeds, matters and things as they may in their absolute discretion deem necessary, proper or appropriate in connection with or incidental to give effect to these resolution(s) and further authorized to settle any question, difficulty or doubt that may arise in this connection and to comply with all other requirements under applicable law in this regard without being required to seek any further consent or approval from the Members of the Company”

### **ITEM NO. 3**

#### **To Create Mortgage and / or Charge on the assets of the company**

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

**“RESOLVED THAT** pursuant to Section 180 (1)(a) and other applicable provisions, if any, of the Companies Act, 2013, read with rules made there under including any statutory modification(s) or re-enactment thereof for the time being in force, consent / approval of the shareholders of the Company be and is hereby accorded / granted to the Board of Directors / Committee of Directors of the Company, to create mortgage and / or create charge including floating charge and / or create hypothecations as may be necessary from time to time in such form and in such manner and on such terms and conditions and at such time(s) as the Board of Directors / Committee of Directors may deem fit, on all or any of the movable and / or immovable assets / properties of the Company, wherever situate, both present and future.





whether presently belonging to the company or not, with a right to take over the management of the business and undertaking of the Company in certain events, in favour of any one or more persons including Bank(s), Financial Institutions, Investment Institutions and their subsidiaries, Mutual Funds, Foreign Institutional Investors, Companies including Foreign Companies, Insurance Companies, Shareholders/Members of the Company, Directors of the Company, Corporate Bodies including overseas corporate bodies, Private Equity Funds, Trusts, LLP's, Firms, Trustees to secure Debentures, Hire Purchase and / or Lease Portfolio Management Companies to secure the borrowings, loans, deposits advances and various other credit facilities to be obtained by the company and such mortgage, Charge and / or hypothecation on the assets / properties of the Company shall not Exceed the aggregate sum of Rs.300.00 Crores (Rupees Three Hundred Crores only)

**RESOLVED FURTHER THAT** the Board of Directors / Committee of Directors be and are hereby authorized to finalise the form, extent and manner of, and the documents and deeds, whichever applicable, for creating the appropriate mortgages and / or charges and / or hypothecation on such of the immovable and / or movable properties / assets of the company on such terms and conditions as may be decided by the Board of Directors / Committee of Directors in consultation with the lenders and for reserving the aforesaid right and for performing all such acts and things as may be necessary for giving effect to these resolution(s).

**RESOLVED FURTHER THAT** the Board of Directors / Committee of Directors of the Company be and are hereby severally authorized to take such steps expedient or desirable and to do all other acts, deeds, matters and things as they may in their absolute discretion deem necessary, proper or appropriate in connection with or incidental to give effect to these resolution(s) and further authorized to settle any question, difficulty or doubt, that may arise in this connection and to comply with all other requirements under applicable law in this regard without being required to seek any further consent or approval from the Members of the Company”





**ITEM NO. 4**

**To convert the Company from Private Limited Company to Public Limited Company:**

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

**“RESOLVED THAT** pursuant to the provisions of Section 14(1) and other applicable provisions of the Companies Act, 2013 the status of the Company be and is hereby converted from PRIVATE LIMITED to PUBLIC LIMITED

**RESOLVED FURTHER THAT** the name of the Company be and is hereby changed from Sasvitha Home Finance Private Limited to Sasvitha Home Finance Limited be deletion of the word ‘Private’ before the word Limited in the name of the Company and the Memorandum of Association of the Company be and is hereby altered by substituting the existing Clause I thereof by the following new Clause I as under:

*“The name of the company is ‘Sasvitha Home Finance Limited’.”*

**RESOLVED FURTHER THAT** the Directors of the company be and are hereby severally authorized to take steps such as filing of return with Registrar of Companies and such other acts as may be necessary to implement the resolution.”

**By Order of the Board  
For Sasvitha Home Finance Private Limited**



**Balachandran M.  
Chairman**

Date: 07/07/2021  
Place: Chennai



**Notes:**

1. A member entitled to attend and vote at the general meeting of the Company is entitled to appoint a proxy to attend and vote instead of himself and that the proxy need not be a member of the Company. In order to be valid, the instrument appointing the proxy must be deposited at the registered office of the Company not later than 48 hours before the schedule time of the meeting.
2. The documents related to the proposed resolutions will be available for inspection on all working days during the business hours – 9:30 hours to 18:30 hours at the Registered Office of the Company.
3. Members are also requested to confirm their email ID, or otherwise notify changes in the email ID, if there is any to which the Company could forward all communications, notices and copies of accounts, presently or in future.
4. The attendance slip and proxy form is enclosed herewith. The Proxy form duly completed, stamped and signed in order to be valid, must be deposited at the registered office of the Company not less than 48 hours before the commencement of the meeting.
5. An Explanatory statement pursuant to Section 102 of the Companies Act, 2013 relating to special business is annexed hereto.
6. Route Map of the meeting is annexed thereto.
7. In view of the COVID-19 pandemic, the Ministry of Corporate Affairs ("MCA") vide its circular dated January 13, 2021 read with previous circulars have permitted the holding of the AGM through VC/OAVM mode. In compliance with the said provisions an option is given to the members to attend the AGM of the Company through VC/OAVM.

**By Order of the Board  
For Sasvitha Home Finance Private Limited**



**Balachandran M.  
Chairman**

Date: 07/07/2021  
Place: Chennai



**INSTRUCTIONS FOR SHAREHOLDERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:**

1. Shareholders shall attend the AGM through VC/OAVM through Cisco webex application by clicking on the link below:

<https://sasvithahomefinanceprivatelimited.my.webex.com/sasvithahomefinanceprivatelimited.my/j.php?MTID=m49b678282559a7f1ba75230912f8e6d0>

The said link will be shared to your registered email address for the convenience of the Shareholders joining the meeting. Shareholders may please note that the link is confidential and should not be shared with anyone.

2. Facility for joining the meeting will be open 15 minutes before and after the scheduled time of commencement of Meeting.

3. Shareholders are encouraged to join the Meeting through laptops/IPads for better experience instead of Mobile devices. It is recommended to use stable WiFi or LAN connection to mitigate any kind of technical glitches during the Meeting.

4. Further, Shareholders will be required to allow camera and use the internet with a good speed to avoid any disturbance during the meeting.

5. Shareholders who would like to express their views or ask questions during the meeting may do so by unmuting themselves when called upon by the Chairman. Please note sufficient time will be provided for all the shareholder to express their views in the Meeting.

Date: 07/07/2021

Place: Chennai

**By Order of the Board  
For Sasvitha Home Finance Private Limited**



**Balachandran M.  
Chairman**



**ATTENDANCE SLIP**

**Venue of the meeting** : The Accord Metropolitan, 35, Gopathi Narayanaswami Rd,  
Parthasarathi Puram, T. Nagar, Chennai, Tamil Nadu 600017

**Date and Time** : Monday Aug 2, 2021 at 11:00 A.M.

**PLEASE FILL THE ATTENDANCE SLIP AND HAND IT OVER AT THE  
ENTRANCE OF THE MEETING VENUE**

<b>Name</b>	
<b>Address</b>	
<b>Folio No.</b>	
<b>DP ID No.</b>	
<b>No. of shares held</b>	

I certify that, I am the registered shareholder/ proxy of the Company.

I hereby record my presence at the AGM of the Company held on Monday Aug 2, 2021 at 11:00 A.M., at The Accord Metropolitan, 35, Gopathi Narayanaswami Rd, Parthasarathi Puram, T. Nagar, Chennai, Tamil Nadu 600017

**Signature of Member/ Proxy**

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1. Only Member/Proxyholder can attend the Meeting.

2. Member/Proxyholder are encouraged to bring his/her copy of the Annual Report for reference at the Meeting.





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

**Item No. 1**

The Company to cope with the business plan and profit projections for the financial year 2021-2022 and thereafter it becomes necessary for the Company to increase its capital base. In order to increase the capital base, as per the statute an increase in authorized share capital is warranted. The Management proposes to increase such authorized capital from Rs. 25,00,00,000/- (Rupees Twenty Five Crores Only) divided into 2,50,00,000 (Two Lakh Fifty Thousand Only) Equity shares of Rs. 10/- (Rupees Ten Only) to Rs. 40,00,00,000/- Crs (Rupees Forty Crores Only) divided into 4,00,00,000 (Four Crore Only) Equity shares of Rs. 10/- (Rupees Ten Only) considering the operational targets.

The increase in Authorized share capital of the Company will also require consequential amendment in the Clause V of the Memorandum of Association of the Company.

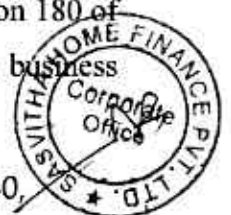
Pursuant to Section 13 and 61 of the Companies Act, 2013 alteration of the Capital clause requires approval of the members of the Company by way of passing an Ordinary Resolution to that effect.

The Board of Directors recommend the resolution set out in the Notice for the approval of Members.

None of the Directors, key managerial personals and their relatives are interested in this resolution except as members of the Company.

**Item No. 2 & 3**

As per authority given to the Board of Directors by the members in the first Annual General Meeting dated 11<sup>th</sup> October, 2018 vide resolution no. 7 & 8 as prescribed under Section 180 of Companies Act 2013, the Company is authorized to borrow and create charge for business





purpose up to a limit of Rs. 100 Crores. The Company has so far executed documents to avail limits of Rs. 75.66 Crs from various Banks and created necessary charges against loan book.

Now the loan disbursements are gaining momentum and to meet the fund requirements projected for the Financial Year 2021-2022 and 2022-2023 it is necessary to add to lending resources with long term funds by way of additional loans from Banks.

In Compliance of Section 180 of the Companies Act 2013, it is proposed to obtain approval of the Members for a borrowing limit of up to Rs.300.00 Crores (Rupees Three Hundred Crore Only) and also for creation of Mortgage / charge / hypothecation of the assets / properties of the Company upto the said limit.

Accordingly, the above resolution(s) listed under Item Nos. 2 & 3 of this notice are being placed before the Members for their approval in compliance with the provisions of Section 180 of the Companies Act, 2013. The Board of Directors recommends the above resolution(s) for approval of Members.

None of the Directors, key managerial personals and their relatives are interested in this resolution except as members of the Company.

#### **Item No. 4**

The Company was incorporated on 21/06/2017 as a Private Limited Company. The Board of the Company consider that due to the expanded business activities, for enhanced governance framework and for coping with higher compliance standards the Company be converted into a Public Limited Company.

In Compliance of Section 14(1) of the Companies Act 2013, it is proposed to obtain approval of the Members for conversion of the Company into a Public Limited Company.





Accordingly, the above resolution listed under Item No. 4 of this notice is being placed before the Members for their approval in compliance with the provisions of the Companies Act, 2013.

None of the Directors, key managerial personals and their relatives are interested in this resolution except as members of the Company.



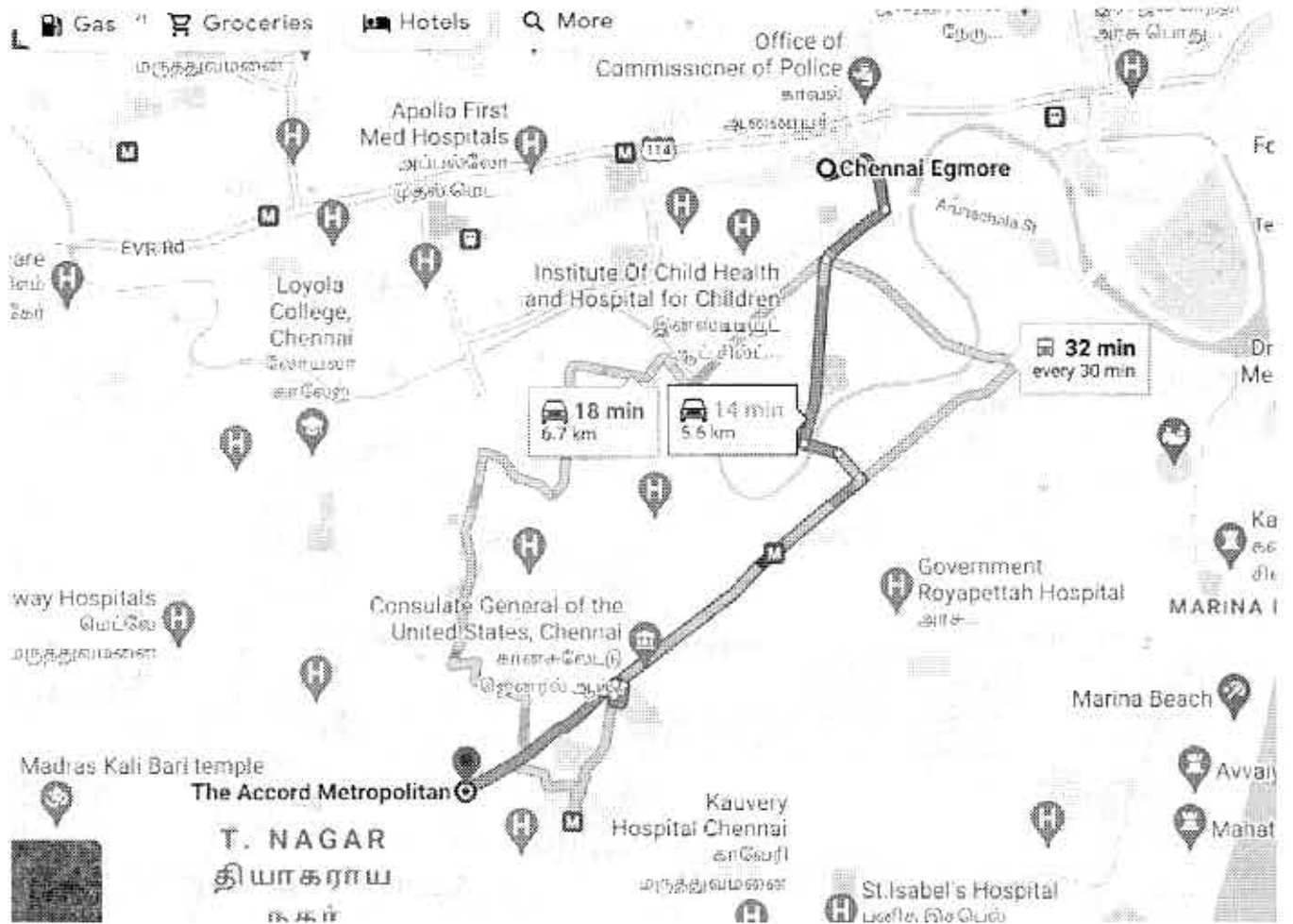
**By Order of the Board  
For Sasvitha Home Finance Private Limited**

Date: 07/07/2021  
Place: Chennai

**Balachandran M.  
Chairman**



## ROUTE MAP TO THE AGM VENUE





**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]

CIN: - U65999TN2017PTC117189

Name of the company: - **Sasvitha Home Finance Private Limited**

Registered office: - **SATHGURU COMPLEX, 1ST FLOOR, OLD NO.488, NEW NO 640, ANNA SALAI, NANDANAM, CHENNAI TN - 600035, INDIA.**

Name of the member : \_\_\_\_\_

Registered address: \_\_\_\_\_

E-mail Id: \_\_\_\_\_

Folio No./ Client Id : \_\_\_\_\_

I being the member of shares of the above named company, hereby appoint –

Name:

E-mail Id:

Signature:

as my proxy to attend and vote (on a poll) on my behalf at the Annual General Meeting of the company to be held on Monday Aug 2, 2021 at 11:00 A.M at The Accord Metropolitan, 35, Gopathi Narayanaswami Rd, Parthasarathi Puram, T. Nagar, Chennai, Tamil Nadu - 600017

and any adjournment thereof in respect of such resolutions as are indicated below:

**Ordinary Business:**

1. To receive, consider and adopt the audited financial statements of the Company i.e., the Balance Sheet as at 31<sup>st</sup> March, 2021, Profit and Loss Account and Cash Flow Statement for the year ended 31<sup>st</sup> March, 2021 together with notes and schedules, along with Directors' Report and Auditors' Report thereon.

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Registered Office: Sathguru Complex, 1<sup>st</sup> Floor, Old no. 488, New no. 640  
Anna Salai, Nandanam, Chennai - 600035 : Phone: +91 44-24313454 | 24344548

CIN- U65999TN2017PTC117189 ; Web: [www.sasvithahome.com](http://www.sasvithahome.com)





**Special Business:**

1. Increase in Authorised Capital of the Company from the present Authorised Capital of Rs. 25 Crores to Rs. 40 Crores
2. To borrow monies from Banks, Financial Institutions and other entities for the purpose of the Business of the Company
3. To Create Mortgage and / or Charge on the assets of the company
4. To convert the Company from Private Limited Company to Public Limited Company

Signed this \_\_\_\_ day of \_\_\_\_\_, 2021

Signature of shareholder.....

Signature of Proxy holder .....

**Note: 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.**

