

**NOTICE**

**NOTICE** is hereby given that the Fifteenth Extra-Ordinary General Meeting of the Members of Svatantra Micro Housing Finance Corporation Limited will be held, at shorter notice, on Thursday, the 13<sup>th</sup> day of August, 2020 at 04.00 PM 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 following businesses as special business:

**ITEM NO. 1:**

**ENHANCEMENT OF AUTHORIZED SHARE CAPITAL 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 13, 61(1), 64(1) and other applicable provisions, if any, of the Companies Act, 2013 ('Act'), read with Companies (Share Capital & Debentures) Rules, 2014 including any statutory modification(s) and re-enactment(s) thereof for the time being in force, and provisions of the Articles of Association of the Company, the consent of the Members be and is hereby accorded to increase the Authorized Share Capital of the Company from the present Rs. 66,00,00,000/- (Rupees Sixty-Six Crore Only) consisting of 3,50,00,000 (Three Crores Fifty Lakhs) Equity Shares of Rs.10/- (Rupees Ten Only) and 31,00,000 (Thirty-One Lakhs) Preference shares of Rs. 100 each (Rupees Hundred each) each **to** Rs. 69,00,00,000/- (Rupees Sixty-Nine Crores Only) consisting of 3,80,00,000 (Three Crores Eighty Lakhs) Equity Shares of Rs.10/- (Rupees Ten Only) and 31,00,000 (Thirty-One Lakhs) Preference shares of Rs. 100 each (Rupees Hundred each) by creating additional 30,00,000 (Thirty Lakhs) Equity Shares of Rs. 10/- (Rupees Ten Only) each.

**RESOLVED FURTHER THAT** pursuant to the provisions of Section 13 and other applicable provisions, if any, of the Act, read with the Companies (Incorporation) Rules, 2014, including any statutory modification(s) thereof the Memorandum of Association of the Company be and is hereby altered by substituting the existing Clause V (a) thereof by the following new Clause V (a) as under:

**"V (a) The Authorized Share Capital of the Company is Rs. 69,00,00,000/- (Rupees Sixty-Nine Crore Only) consisting of 3,80,00,000 (Three Crores Eighty Lakhs) Equity Shares of Rs.10/- (Rupees Ten Only) and 31,00,000 (Thirty-One Lakhs) Preference shares of Rs. 100 each (Rupees Hundred each)".**

**RESOLVED FUTHER THAT** any one of Directors or Company Secretary of the Company be and is hereby severally authorized to do all such act(s), deed(s) and things including all forms, documents filing with Registrar of Companies or any other government authority/ies as may be necessary and incidental to give effect to the aforesaid Resolution."

**Place: Mumbai**

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

**Regd. Office:**

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

Sd/-

**Company Secretary**  
(Membership no.: A34613)

**Svatantra Micro Housing Finance Corporation Limited**

(erstwhile Micro Housing Finance Corporation Limited)

CIN: U67190MH2008PLC182274

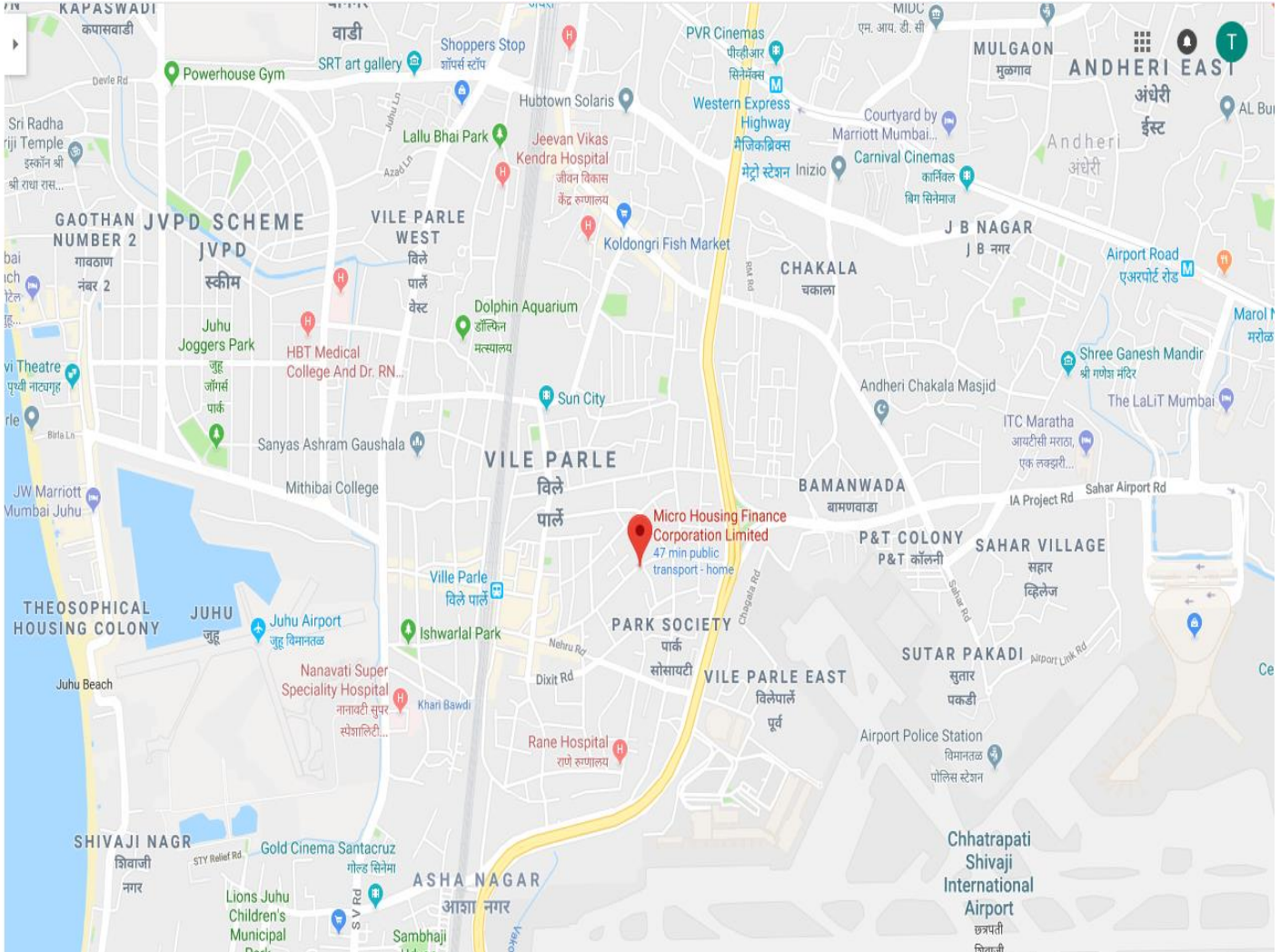
Office No.: 1,2,3,4 Ground Floor, Pushpak CHSL, Malaviya Road, Vile Parle (East), Mumbai-400057.

Tel: +91 22 26101076/77/78/79 Email: [contact@mhfcindia.com](mailto:contact@mhfcindia.com) – Website: [www.mhfcindia.com](http://www.mhfcindia.com)

**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. 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.
4. 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.
5. 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.

## ROUTE MAP TO THE VENUE (REGISTERED OFFICE)



**Svatantra Micro Housing Finance Corporation Limited**  
(erstwhile Micro Housing Finance Corporation Limited)

CIN: U67190MH2008PLC182274

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**ANNEXURE TO THE NOTICE**

**Explanatory Statement**

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

**Item No. 1:**

**ENHANCEMENT OF AUTHORIZED SHARE CAPITAL OF THE COMPANY:**

The Authorized share capital of the Company presently stands at Rs. 66,00,00,000/- (Rupees Fifty-Six Crore Only) divided into 3,50,00,000 (Three Crores Fifty Lakhs) Equity Shares of Rs. 10/- (Rupees Ten Only) and 31,00,000 (Thirty-One Lakhs) Preference shares of Rs. 100 each (Rupees Hundred each).

The Company wishes to convert its Compulsorily Convertible Preference Shares (CCPS) into Equity Shares in the ratio of 5:2 i.e. 2 CCPS of Rs. 100 each fully paid-up shall be convertible into 5 Equity Shares of Rs. 10 each fully paid up (Face value per Equity Share of Rs. 10/- Plus Premium of Rs. 30/- per share). To create adequate headroom for issuance of Equity Shares to enable the conversion, it is proposed to increase the Authorised Share Capital of the Company from 66,00,00,000/- (Rupees Sixty-Six Crore Only) divided into 3,50,00,000 (Three Crores Fifty Lakhs) Equity Shares of Rs.10/- (Rupees Ten Only) and 31,00,000 (Thirty-One Lakhs) Preference shares of Rs. 100 each (Rupees Hundred each) to Rs. 69,00,00,000/- (Rupees Sixty-Nine Crore Only) consisting of 3,80,00,000 (Three Crore Eighty Lakhs) Equity Shares of Rs.10/- (Rupees Ten Only) and 31,00,000 (Thirty-One Lakhs) Preference shares of Rs. 100 each (Rupees Hundred each).

Consequently, in order to reflect the proposed change in the Authorized Share Capital, Clause V (a) of the Memorandum of Association of the Company is required to be altered suitably so as to reflect the increase in the Authorized Share Capital. Pursuant to the provisions of section 61(1) of the Companies Act, 2013, such increase in the Authorized Share Capital of the Company requires approval of the Members for alteration of Clause V (a) of Memorandum of Association in General Meeting by way of ordinary resolution.

The draft of the MOA of the Company, after incorporating the proposed changes is available for inspection by the Members at the Registered Office of the Company during business hours on any working day upto the date of the Meeting and will be kept open at the place of the Meeting during the continuation of the Meeting.

The Directors commend the Resolution as set out at Item No. 1 of the accompanying Notice for seeking approval of the Members of the Company.

None of the Directors/Key managerial personnel of the Company/their relatives are in any way concerned or interested, financially or otherwise in the proposed Ordinary Resolution as set out in the notice, except to the extent of their shareholding, if any.

**Place: Mumbai**

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

**Regd. Office:**

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

Sd/-

**Company Secretary**  
(Membership no.: A34613)

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