



**NOTICE IS HEREBY GIVEN THAT THE SECOND EXTRA-ORDINARY GENERAL MEETING (“EGM”) FOR THE FY 2019-20 OF THE SHAREHOLDERS OF APAC HOUSING FINANCE PRIVATE LIMITED WILL BE HELD ON THURSDAY, OCTOBER 17, 2019 AT 07:30 P.M. AT THE REGISTERED OFFICE OF THE COMPANY AT FIRST FLOOR, ASHFORD CENTRE, SHANKARRAO NARAM MARG, LOWER PAREL WEST, MUMBAI – 400 013 TO TRANSACT THE FOLLOWING BUSINESS:**

---

**SPECIAL BUSINESS:**

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

**INCREASE IN AUTHORISED SHARE CAPITAL AND ALTERATION OF CLAUSE V OF MEMORANDUM OF ASSOCIATION:**

**“RESOLVED THAT** pursuant to the provisions of Section 61 and Section 64 of the Companies Act, 2013 including any statutory modification(s) or re-enactment (s) thereof (**“the Act”**) read with Rule 15 of the Companies (Share Capital and Debentures) Rules, 2014 and articles of association of the Company, consent of the members of the Company be and is hereby accorded to increase the authorized share capital of the Company from existing INR 15,01,00,000 (Rupees Fifteen Crores and One Lakh only) divided into 1,50,10,000 (One Crore Fifty Lakhs and Ten Thousand) equity shares of INR 10/- (Rupees Ten Only) each to INR 20,00,00,000 (Rupees Twenty Crores Only) divided into 2,00,00,000 (Two Crores) Equity Shares of INR 10/- (Rupees Ten Only) each by creation of further 49,90,000 (Forty Nine Lakhs Ninety Thousand) Equity Shares of INR 10/- (Rupees Ten Only) each.

**RESOLVED FURTHER THAT** the new equity shares shall rank *pari passu* in all respects with the existing equity shares of the Company.

**RESOLVED FURTHER THAT** pursuant to Section 13 of the Act read with Companies (Incorporation of Company) Rules, 2014 consent of the members of the Company be and is hereby accorded to amend Clause V of Memorandum of Association of the Company (**“MOA”**) by replacing the existing Clause V of Memorandum of Association with the following new Clause V:

*“V: The Authorized Share Capital of the Company is INR 20,00,00,000/- divided into 2,00,00,000 equity shares of INR 10/- each.”*

**RESOLVED FURTHER THAT** any of the directors or company secretary of the Company be and are hereby authorized by the members of the Company to sign and execute and file all the necessary forms and documents with the Registrar of Companies, Mumbai or any other authority, settle any question/ doubts/ queries in relation to the above and to do all such acts, deeds, things in order to obtain approval from the Registrar of Companies, Mumbai and give full effect to the aforesaid resolution.”

**By Order of the Board:**

**For APAC Housing Finance Private Limited**

**SD/-**

**Anand Asawa  
Company Secretary**

**APAC Housing Finance Private Limited**

First Floor, Ashford Centre, Shankar Rao Naram Marg, Lower Parel (West), Mumbai - 400 013  
CIN No. U65999MH2017PTC29452



**ACS 23299**

**Date: 17-10-2019**

**Place: Mumbai**

**Registered Office Address:**

First Floor, Ashford Centre,  
Shankarrao Naram Marg,  
Lower Parel – West,  
Mumbai – 400 013.

**APAC Housing Finance Private Limited**

First Floor, Ashford Centre, Shankar Rao Naram Marg, Lower Parel (West), Mumbai - 400 013

CIN No. U65999MH2017PTC29452



## **NOTES**

1. A Member entitled to attend and vote at the EGM is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a Member of the Company. The instrument appointing the proxy duly completed, stamped and signed should, however be deposited at the registered office of the company not less than forty-eight hours before the time scheduled for commencement of the EGM.

A person appointed as a proxy shall act on behalf of such number of Member(s) not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company, carrying voting rights. Further, a Member holding more than ten percent, 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 person or shareholder.

2. Corporate Members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution/Power of Attorney authorizing their representative to attend and vote on their behalf at the EGM pursuant to Section 113 of the Companies Act, 2013.

3. Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, in respect of the Item No.1 set out above is annexed hereto and forms part of this notice

4. All relevant documents referred to in this notice and the explanatory statement will be available for inspection by the members at the registered office of the Company during normal business hours on all working days (except Saturday(s) and Sunday(s) and public holiday(s)) up to the date of the EGM and during the continuance of EGM.

## **APAC Housing Finance Private Limited**

First Floor, Ashford Centre, Shankar Rao Naram Marg, Lower Parel (West), Mumbai - 400 013  
CIN No. U65999MH2017PTC29452



**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 (2) OF THE COMPANIES ACT, 2013  
(The 'ACT')**

**INCREASE IN AUTHORISED SHARE CAPITAL AND ALTERATION OF CLAUSE V OF  
MEMORANDUM OF ASSOCIATION:**

The present authorized Share Capital of the Company is INR 15,01,00,000/- (Rupees Fifteen crores only) divided into 1,50,10,000 (One Crore Fifty Lakhs and Ten Thousand only) equity shares of INR 10/- (Rupees Ten Only) each.

To meet the business requirements of the Company, the Company needs to increase the authorised share capital. To accommodate the increased paid up capital; the authorized share capital of the Company needs to be increased. The requisite clause V of the Memorandum of Association is required to be amended.

In view of the above, it is proposed to increase the authorised share capital from the existing INR 15,01,00,000 (Rupees Fifteen Crores and One Lakh only) divided into 1,50,10,000 (One Crore Fifty Lakhs and Ten Thousand only) equity shares of INR 10/- (Rupees Ten Only) each to INR 20,00,00,000 (Rupees Twenty Crores Only) divided into 2,00,00,000 (Two Crores only) Equity Shares of INR 10/- (Rupees Ten Only) each by creation of further 49,90,000 (Forty Nine Lakhs Ninety Thousand only) Equity Shares of INR 10/- (Rupees Ten Only) each.

Each equity shares shall rank pari-passu with the existing shares of the Company.

In order to reflect the increase in Authorized Share Capital and Pursuant to Sections of the Companies Act, 2013, clause V of Memorandum of Association ("MOA") is required to be amended.

Further, as per relevant provisions of the Companies Act, 2013, the increase in Authorized Share Capital and Alteration to clause V of MOA requires approval of the shareholders of the Company.

The Board recommends the resolution as set out in the Notice for the approval of the members of the Company as ordinary resolution.

None of the Directors or their relatives, except to the extent of their shareholding, are in any way concerned or interested in the proposed resolution as set out in the Notice.

**By Order of the Board:**

**For APAC Housing Finance Private Limited**

**SD/-**

**Anand Asawa  
Company Secretary  
ACS 23299  
Date: 17-10-2019**

**APAC Housing Finance Private Limited**

First Floor, Ashford Centre, Shankar Rao Naram Marg, Lower Parel (West), Mumbai - 400 013  
CIN No. U65999MH2017PTC29452



**Place: Mumbai**

**Registered Office Address:**

First Floor, Ashford Centre,  
Shankarrao Naram Marg,  
Lower Parel – West,  
Mumbai – 400 013.

**APAC Housing Finance Private Limited**

First Floor, Ashford Centre, Shankar Rao Naram Marg, Lower Parel (West), Mumbai - 400 013  
CIN No. U65999MH2017PTC29452



**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: **U65999MH2017PTC294524**

Name of the Company: **APAC HOUSING FINANCE PRIVATE LIMITED**

Registered Office: First Floor, Ashford Centre, Shankarrao Naram Marg, Lower Parel – West, Mumbai – 400 013, Maharashtra, India.

Name of the Member(s):
Registered address:
E-mail Id:
Folio No. / Client Id:
DP ID:

I/We \_\_\_\_\_ being member(s) of \_\_\_\_\_ shares of the above-named company, hereby appoint

Name: \_\_\_\_\_

Address: \_\_\_\_\_

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

Signature: \_\_\_\_\_ or failing him \_\_\_\_\_

Name: \_\_\_\_\_

Address: \_\_\_\_\_

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

Signature: \_\_\_\_\_ or failing him \_\_\_\_\_

As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extra-Ordinary General Meeting of the Company, to be held on the \_\_\_\_\_, June \_\_\_\_, 2019 at \_\_\_\_\_ A.M. / P.M. at the registered office of the Company situated at First Floor, Ashford Centre, Shankarrao Naram Marg, Lower Parel – West, Mumbai – 400 013, Maharashtra, India and at any adjournment thereof in respect of such resolutions as are indicated below:

**Resolution No**

Sr. No.	Particulars of Resolution	Assent	Dissent
1.	<b>INCREASE IN AUTHORISED SHARE CAPITAL AND ALTERATION OF CLAUSE V OF MEMORANDUM OF ASSOCIATION</b>		

**APAC Housing Finance Private Limited**

First Floor, Ashford Centre, Shankar Rao Naram Marg, Lower Parel (West), Mumbai - 400 013  
CIN No. U65999MH2017PTC29452



Affix revenue  
stamp

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2019

Signature of Shareholder: \_\_\_\_\_

Signature of Proxy holder (s): \_\_\_\_\_

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.

**APAC Housing Finance Private Limited**

First Floor, Ashford Centre, Shankar Rao Naram Marg, Lower Parel (West), Mumbai - 400 013

CIN No. U65999MH2017PTC29452



**ATTENDANCE SLIP**

PLEASE FILL THE ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL.

Joint shareholders may obtain additional slips on request.

Master Folio No:	
------------------	--

NAME AND ADDRESS OF SHAREHOLDER: \_\_\_\_\_

NAME OF PROXYHOLDER: \_\_\_\_\_

NO. OF SHARES HELD: \_\_\_\_\_

I hereby record my presence at the EXTRA-ORDINARY GENERAL MEETING of the Members of **APAC HOUSING FINANCE PRIVATE LIMITED** held on Thursday, October, 2019 at 07:00 P.M. at the registered office of the company situated at First Floor, Ashford Centre, Shankarrao Naram Marg, Lower Parel – West, Mumbai – 400 013, Maharashtra, India.

Signature of the Shareholder or Proxy -----

Notes:

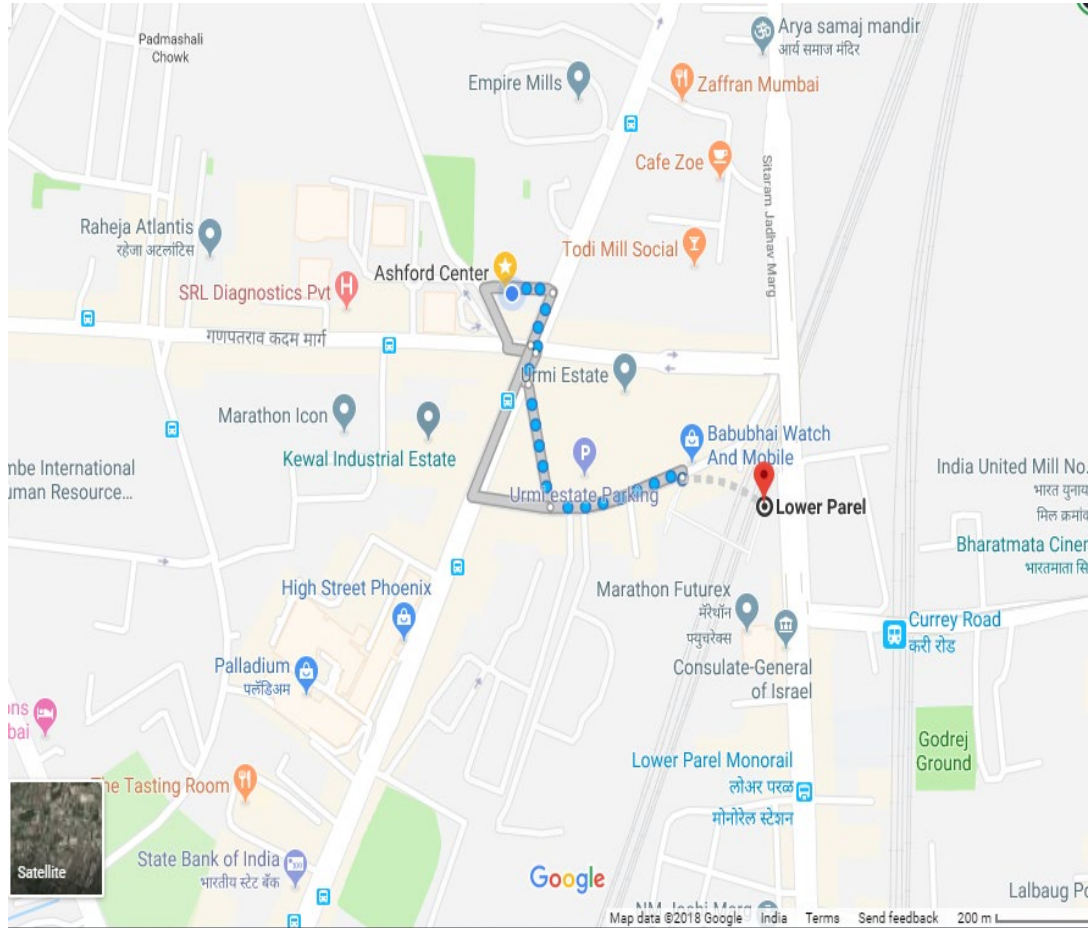
- (1) Members/Proxy holders are requested to produce the attendance slip duly signed for admission to the Meeting hall.
- (2) Members are requested to bring their copies of Annual Report for reference at the Meeting hall.

**APAC Housing Finance Private Limited**

First Floor, Ashford Centre, Shankar Rao Naram Marg, Lower Parel (West), Mumbai - 400 013  
CIN No. U65999MH2017PTC29452



**Route Map**



**APAC Housing Finance Private Limited**

First Floor, Ashford Centre, Shankar Rao Naram Marg, Lower Parel (West), Mumbai - 400 013  
CIN No. U65999MH2017PTC29452