



## **NOTICE OF THE THIRD ANNUAL GENERAL MEETING (AGM)**

Notice is hereby given that the Third Annual General Meeting (AGM) of the Members of **APAC HOUSING FINANCE PRIVATE LIMITED** (the "Company") will be held on Saturday, June 13, 2020 at 02:00 p.m. through Video Conference (VC) facility / Other Audio Visual Means (OAVM) facility In terms of circular issued by Ministry of Corporate Affairs (MCA) dated May 5, 2020 at the registered office of the Company situated at First Floor, Ashford Centre, Shankar Rao Naram Marg, Lower Parel – West, Mumbai- 400 013 to transact the following business:

### **ORDINARY BUSINESS:**

#### **Item No. 1:**

**To receive, consider, approve and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2020 and the report of the Board of Directors and Auditors thereon.**

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

**"RESOLVED THAT** the audited accounts for the financial year 2019-2020 and the notes and annexures thereto and the report of the Board of Directors and Auditors thereon as placed before the members be and is hereby approved and adopted.

**RESOLVED FURTHER THAT**, any of the Directors of the Company be and are hereby severally authorised to do all such acts, deeds and things as may be deemed necessary to give full effect to the aforesaid resolution"

### **SPECIAL BUSINESS:**

#### **Item No. 2:**

**Appointment of Mrs. Nithya Easwaran (DIN: 03605392) as a Director**

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 152, 161 of the Companies Act, 2013, read with the relevant Rules made thereunder and other applicable provisions, if any (including any statutory modification(s) or re-enactments thereof for the time being in force), Mrs. Nithya Easwaran (DIN: 03605392) who was appointed as an Additional Director effective from June 26, 2019 and was holding office till this AGM, be and is hereby appointed as a Director of the Company.

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, any Director or Company Secretary of the Company, be and is hereby severally authorized on behalf of the Company, to do all such acts, deeds and things as may be deem necessary, proper or desirable and to sign, execute all necessary documents, applications and returns and to file necessary forms with the Ministry of Corporate Affairs ("MCA") and/or Registrar of Companies, Maharashtra, Mumbai."

## **APAC Housing Finance Private Limited**

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

Email: [contacus@apacfin.com](mailto:contacus@apacfin.com)

CIN No. U65999MH2017PTC294524



**By Order of the Board  
For APAC Housing Finance Private Limited**

**Anand Asawa  
Company Secretary  
Membership No. ACS - 23299**

**Registered Office Address:**

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



**NOTES:**

1. Pursuant to the General Circular No. 20/2020 dated May 05, 2020 read with Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes at the AGM.
2. In view of the massive outbreak of the COVID-19 pandemic, social distancing is to be a pre-requisite and pursuant to the General Circular No. 20/2020 dated May 05, 2020, issued by the Ministry of Corporate Affairs, physical attendance of the Members to the AGM venue is not required. Hence, Members have to attend and participate in the ensuing AGM through VC/OAVM.
3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. The Members will be allowed to pose questions during the course of the Meeting. The queries can also be given in advance at [anand.asawa@apacfin.com](mailto:anand.asawa@apacfin.com).
6. Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, setting out material facts in respect of the item no. 2 is annexed hereto.
7. AGM has been convened through VC/OAVM in compliance with the applicable provisions of the Companies Act, 2013 read with MCA Circular No. 20/2020 dated May 05, 2020.
8. 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 AGM and during the continuance of AGM.
9. AGM will be conducted on shorter notice; therefore, members are requested to please share the shorter consent notice at [anand.asawa@apacfin.com](mailto:anand.asawa@apacfin.com).

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

1. An Invitation to join the AGM will be sent to the Members on their registered email IDs latest by June 12, 2020.
2. Members may attend the AGM, by following the invitation link sent to their registered email ID. Members will be able to locate Meeting ID/ Password/ and JOIN MEETING tab. By Clicking on JOIN MEETING they will be redirected to Meeting Room via browser or by running Temporary Application. In order to join the Meeting, follow the step and provide the required details



(mentioned above – Meeting Id/Password/Email Address) and Join the Meeting. Members are encouraged to join the Meeting through Laptops for better experience.

3. In case of Android/Iphone connection, Participants will be required to download and Install the appropriate application as given in the mail to them. Application may be downloaded from Google Play Store/ App Store.
4. Further Members will be required to allow Camera and use Internet audio settings as and when asked while setting up the meeting on Mobile App.
5. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
6. The helpline number for joining the Meeting through Electronic Mode will be provided in the Meeting Invitation which will be sent to the eligible applicants.



**Annexure to the Notice  
EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF COMPANIES ACT, 2013**

**ITEM NO. 2**

**Appointment of Mrs. Nithya Easwaran as Director:**

The board of directors of the Company through a resolution passed on June 26, 2019 has appointed Mrs. Nithya Easwaran as an Additional Director of the Company and Mrs. Easwaran holds office of the Additional Director till the conclusion of next Annual General Meeting.

Accordingly, in terms of the requirements of the provisions of Companies Act, 2013 approval of the members of the Company is required for regularization of Mrs. Easwaran as Director of the Company.

Brief profile of Mrs. Nithya Easwaran is given below for reference of the members:

Nithya has over 22 years of rich experience in financial services. She is Managing Director of Multiples Alternate Asset Management, a private equity platform with over US\$1 billion of assets under management. Nithya joined Multiples Alternate Asset Management in 2010 and has led several investments made by the platform. She is a part of the investment committee and leads key strategic initiatives of the firm. In 2016, Nithya led the Fintech Committee, under the aegis of the CII National Committee on Financial Services, which interacted extensively with players in the sector and submitted a report to RBI and SEBI recommending changes to various regulations and practices to encourage the development of the sector. Prior to joining Multiples Alternate Asset Management, Nithya headed the Structured Finance Team of Citibank in India and before that she was a part of the structured finance business of ICICI Ltd. Nithya is considered a pioneer in the Indian securitization markets and has led origination and structuring of securitisation, project loans, mezzanine debt and leveraged finance in various roles over 14 years. She holds a Bachelor of Engineering from VJTI, University of Mumbai and an MBA from Indian Institute of Management, Lucknow. Nithya is a non – executive Director on the Board of Arvind Fashions Ltd and APAC Financial Services Ltd. Nithya served as an independent Director on the Board of Axis Securities Ltd from March 2015 to April 2019 and on the Board of Freecharge Payment Technologies from October 2017 to April 2019. Nithya is a founding member of the India Chapter of Bloomberg Women’s Buyside Network.

None of the Directors and Key Managerial Personnel of the Company and their relatives except Mrs. Nithya Easwaran is concerned or interested, financial or otherwise, in the resolution.

The Board recommends the resolution set forth in Item No.2 for the approval of the members.

**By Order of the Board  
For APAC Housing Finance Private Limited**

**Anand Asawa  
Company Secretary  
Membership No. ACS - 23299**

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



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

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

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

I hereby record my presence at the ANNUAL GENERAL MEETING of the Members of **APAC HOUSING FINANCE PRIVATE LIMITED** held on Saturday, June 13, 2020 at 02:00 p.m. through Video Conference (VC) facility / Other Audio Visual Means (OAVM) facility In terms of circular issued by Ministry of Corporate Affairs (MCA) dated May 5, 2020 at the registered office of the Company situated at the registered office of the Company situated at First Floor, Ashford Centre, Shankar Rao 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.



## MAP FOR AGM VENUE

In view of the extraordinary circumstances due to COVID-19 pandemic prevailing in the country, MCA vide its Circular No. 20/2020 had clarified that social distancing is a pre-requisite in the current scenario and in reference to clarifications/ Guidance on applicability of Secretarial Standards on General Meetings (SS-2) dated April 15, 2020, the Company will hold the AGM through VC/OAVM, without the physical presence of the Members at First Floor, Ashford Centre, Shankar Rao Naram Marg, Lower Parel – West, Mumbai-400 013. In view of the directions from MCA, the Meeting is being convened through VC/OAVM and physical presence of the Members are not required at the venue and that the proceedings of the AGM conducted shall be deemed to be made at this venue.