



SMFG Grihashakti

Nayi Asha. Naya Vishwas.

Notice is hereby given that the 15th Annual General Meeting ('AGM') of SMFG India Home Finance Company Limited (*Formerly Fullerton India Home Finance Co. Ltd.*) (the 'Company') will be held at a shorter notice on Friday, 13 June, 2025 at 11:30 A.M. IST through Two Way Video Conferencing Facility ('VC'), to transact the following business:

Ordinary Business:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31 March, 2025, together with the Report of the Directors' and the Auditors' thereon.
2. To appoint a director in place of Mr. Shantanu Mitra (DIN: 03019468), who retires by rotation and being eligible, offers himself for re-appointment.

By order of the Board of Directors
For SMFG India Home Finance Company Limited
(Formerly Fullerton India Home Finance Co. Ltd.)

Parthasarathy Iyengar
Company Secretary
Membership No. A21472
Date: 7 May, 2025
Place: Mumbai



SMFG India Home Finance Co. Ltd.

(Formerly Fullerton India Home Finance Co. Ltd.)

Corporate Office: 503 & 504, 5th Floor, G-Block, Inspire BKC, BKC Main Road, Bandra Kurla Complex, Bandra (E), Mumbai - 400051.

Registered Office: Commerzone IT Park, Tower B, 1st Floor, No. 111, Mount Poonamallee Road, Porur, Chennai - 600116.

Toll Free No.: 1800 102 1003 ✉ grihashakti@grihashakti.com 🌐 www.grihashakti.com CIN: U65922TN2010PLC076972

NOTES:

- a. Pursuant to General Circular Nos. 20/2020 dated May 5, 2020, 09/2023 dated September 25, 2023 and 09/2024 dated September 19, 2024 respectively, and other circulars issued in this respect by the Ministry of Corporate Affairs ('MCA Circulars') and in terms of the provisions of the Companies Act, 2013 read with the relevant Rules made thereunder (the 'Act') this Annual General Meeting (the 'AGM') of the Company is being conducted through two-way Video Conference Facility ('VC'), without the physical presence of Members at a common venue. The deemed venue for the 15th AGM shall be the Registered Office of the Company.
- b. The Board of Directors at its meeting held on 7 May, 2025 approved the draft Notice of AGM. Further, pursuant to the power delegated by the Board of Directors in the said meeting, the AGM is decided to be held at a shorter notice on 13 June, 2025. Accordingly, consent pursuant to Section 101(1) of the Act for holding the meeting at shorter notice is enclosed.
- c. The Statement pursuant to the provisions of Section 102 of the Act, the Secretarial Standard on General Meetings (SS-2) and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'LODR, 2015'), in respect of the ordinary businesses as set out in Item No. 2 is annexed herewith.
- d. In accordance with the MCA Circulars, the Notice of the AGM along with the Annual Report of the Company for the financial year 2024-25 are being sent only through electronic mode to those Members who have registered their e-mail addresses with the Company/their respective depository participant ('DP'). Accordingly, no physical copy of the said Notice and the Annual Report of the Company for the financial year 2024-25 will be sent to the Members who have not registered their e-mail addresses with the Company / DP. The Members will be entitled to a physical copy of the Annual Report of the Company for the financial year 2024-25, free of cost, upon sending a request to the Company. Members may note that Annual Report is also available on the website of the Company at <https://www.grihashakti.com> and on the website of the National Stock Exchange of India Limited (www.nseindia.com).
- e. A Member entitled to physically attend and vote at the AGM is entitled to appoint a proxy to attend and vote instead of himself and a proxy need not be a Member of the Company. Since, the AGM is being held through VC, in terms of the MCA Circulars, the requirement of physical attendance of Members has been dispensed with. The option of appointing proxies shall not be available to the Members of the Company for the AGM. Accordingly, Proxy Form and Attendance Slip including Route Map, are not annexed to this Notice.
- f. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which directors are interested, maintained under Section 189 of the Act will be available in electronic form for inspection by the Members during the course of the AGM and the other relevant documents referred to in this Notice will be available in electronic form for inspection by the Members at the Registered Office and the Corporate Office of the Company, between 10:00 a.m. to 5:00 p.m. till the date of the AGM.
- g. Corporate Members intending to send their authorized representatives to attend the AGM are requested to send a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the AGM to the designated E-mail Address.

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- h. The link to attend the AGM will be shared separately via email before the AGM. Notice of this AGM will also be available on the website of the Company at <https://www.grihashakti.com>
- i. Participation of Members through VC will be reckoned for the purpose of quorum for the AGM, as per Section 103 of the Act.
- j. Facility of joining the AGM through VC shall be kept open 30 minutes before the time scheduled for the AGM.
- k. Voting rights will be reckoned on the paid-up value of the equity shares registered in the name of the Members on 6 June, 2025 ('Cut-off date'). Only those Members whose names are recorded in the Register of Members of the Company, will be entitled to cast their votes.
- l. Voting at the AGM will be done by way of show of hands. In case a poll is demanded, Members can cast their vote on the resolutions only by sending emails through their email address registered with the Company. The said emails should be sent to Mr. Parthasarathy Iyengar, Company Secretary at secretarial@grihashakti.com. Members casting their vote through email should do so only during the AGM and only up to 30 minutes after conclusion of the AGM. Additionally, please note that the vote cast through email shall be considered invalid if:
 - i it is not possible to determine without any doubt the assent or dissent of the member in respect of each resolution, as set out in the Notice; and/or
 - ii a competent authority has given directions in writing to the Company to freeze the voting rights of the member; and/or
 - iii the member has made any amendment to the resolution set out herein or imposed any condition while exercising his/her vote.
- m. A person who is not a Member of the Company as on the cut-off date should treat this Notice, solely for information purpose.
- n. In case of joint holders, the Member whose name appears higher in the order of names as per the Register of Members of the Company, will be entitled to vote at the AGM.
- o. Members seeking any information with regard to the accounts or any matter to be placed at AGM are requested to submit their questions in advance, on or before AGM to the Company Secretary's email address i.e. secretarial@grihashakti.com. The same will be replied by the Company suitably.



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Statement to be annexed to the Notice pursuant to Section 102 of the Companies Act, 2013 read with Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India:

Item no. 2

Pursuant to Section 152 of the Companies Act, 2013 and as per the terms of appointment of Mr. Shantanu Mitra, Chairman, Non-Executive Director (DIN: 03019468), he is liable to retire by rotation at this Annual General Meeting of the Company. He being eligible has offered himself for re-appointment. The Nomination and Remuneration Committee and the Board in their meetings held on 7 May, 2025 completed his evaluation under the Company's Policy on 'Fit & Proper' Criteria for Directors and recommended his re-appointment to the shareholders. He does not receive any remuneration from the Company. Details of his attendance at various Board held during the last financial year are included in the Corporate Governance Report Section of the Annual Report.

Other relevant details of Mr. Shantanu Mitra as prescribed under the Companies Act, 2013 and SS-2, are as under:

Name of the Director	Mr. Shantanu Mitra (DIN: 03019468)
Age	70 years
Date of first appointment on the Board	22 December, 2021
Brief resume including qualification and experience	<p>Mr. Shantanu Mitra is the Chief Executive Officer & Managing Director of SMFG India Credit Company Limited (<i>Formerly Fullerton India Credit Co. Ltd.</i>). He is also a Non-Executive Director of SMFG India Home Finance Company Limited (<i>Formerly Fullerton India Home Finance Co. Ltd.</i>).</p> <p>Mr. Mitra has over 40 years of experience in financial services, with over 20 years at Standard Chartered Bank and Citibank where he had stints in India, Singapore and Thailand. His last role in Standard Chartered Bank was Senior Regional Risk Officer, India, Middle East & Africa, based in Mumbai. His previous experience with SMFG India Credit included a stint from 2010 to 2017, initially as Head of Consumer Risk for the parent company Fullerton Financial Holdings, Singapore and subsequently a very successful tenure as CEO & MD with SMFG India Credit.</p> <p>He has extensive experience in Risk Management, spanning many geographies in Emerging Markets including Asia, Africa and the Middle East. Mr. Mitra holds a BSc in Statistics from the University of Calcutta, India and is a Member at Institute of Chartered Accountants, England & Wales. Since his previous retirement from SMFG India Credit, Mr. Mitra has served in various Board and Advisory capacities including, Non-Executive Director at DBS Bank, India; and Operating</p>

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	Partner with Global PE firm, Advent International including as Advisor in their portfolio companies.
Other Directorships	SMFG India Credit Company Limited (Formerly Fullerton India Credit Co. Ltd.)
Chairmanship/Membership of Committees in other Companies in which position of Director is held	<u>SMFG India Credit Company Limited</u> (Formerly Fullerton India Credit Co. Ltd.) <ul style="list-style-type: none"> • Risk Oversight Committee - Member • IT Strategy Committee - Member • Corporate Social Responsibility Committee - Member • Wilful Defaulter Review Committee - Chairman
Relationship with other Directors, Managers and Key Managerial Personnel of the Company	None
Shareholding in the Company	1 Share as Nominee Shareholder of SMFG India Credit Company Limited (Formerly Fullerton India Credit Co. Ltd.)
No. of board meetings attended during the financial year (2023-24)	Attended 6 Board Meetings out of 7 Board meetings held in FY 2024-25
Terms and conditions of appointment including remuneration sought to be paid	Mr. Shantanu Mitra being a Non-Executive, Non-Independent Director is liable to retire by rotation. No remuneration is sought to be paid to Mr. Shantanu Mitra.
Details of last drawn remuneration	Nil

No Director or Key Managerial Personnel of the Company, other than Mr. Shantanu Mitra, being the appointee, or his respective relatives is/ are concerned or interested, financially or otherwise, in the said Resolution.

The Board recommends the Resolution at Item No. 2 of the accompanying Notice for approval of the Members of the Company by way of an Ordinary Resolution.

By order of the Board of Directors
For SMFG India Home Finance Company Limited
(Formerly Fullerton India Home Finance Co. Ltd.)


Parthasarathy Iyengar
Company Secretary
Membership No. A21472
Date: 7 May, 2025
Place: Mumbai



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