

Notice of Extra-Ordinary General Meeting

Notice is hereby given that Extra-Ordinary General Meeting (“EGM”) of the Members of Shriram Housing Finance Limited (the “Company”), will be held on Monday, October 4, 2021 at 2.30 p.m. at No. 144, Santhome High Road, Shriram City Business Solutions Centre, Mylapore, Chennai - 600 004, to transact the following businesses:

Special Business:

1. Increase in Authorized Share Capital and consequent to alteration of the Memorandum of Association 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 Sections 13, 61 and other applicable provisions, if any, of the Companies Act, 2013 read with the Rules made thereunder (the “Act”) (including any statutory modification(s) or re-enactment thereof, for the time being in force), and subject to such other approval, permissions and sanctions as may be considered necessary, the Authorised Share Capital of the Company be and is hereby increased from the existing Rs.290,00,00,000/- (Rupees Two Hundred and Ninety Crore Rupees only) divided into 29,00,00,000 (Twenty Nine Crore) Equity Shares of Rs.10/- (Rupees Ten) each to Rs.400,00,00,000/- (Rupees Four Hundred Crore only) divided into 40,00,00,000 (Forty Crore) Equity Shares of Rs.10/- (Rupees Ten) each ranking *pari-passu* with the existing shares of the Company.

RESOLVED FURTHER THAT the existing portion of Clause V of the Memorandum of Association of the Company as to share capital be and is hereby altered by substituting the following Clause V:

V. The Authorised Share Capital of the Company is Rs.400,00,00,000/- (Rupees Four Hundred Crore only) divided into 40,00,00,000 (Forty Crore) Equity Shares of Rs.10/- (Rupees Ten) each.

RESOLVED FURTHER THAT the Board of Directors and Key Managerial Personnel of the Company be and is hereby authorised to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

**By order of the Board of Directors
For Shriram Housing Finance Limited**

**Bhavita Ashiyani
Company Secretary & Compliance Officer**

September 24, 2021

Notes:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 relating to special businesses to be transacted at Extra-Ordinary General Meeting (the “Meeting”) is annexed herewith.
2. The Notice of the Meeting is also posted on the website of the Company i.e. www.shriramhousing.in.
3. A Member entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and vote on a poll instead of herself / himself and a proxy need not be a Member of the Company. The instrument appoint the proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the Meeting.
4. 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. In case a proxy to be appointed by a Member holding more than ten percent of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder. The holder of proxy shall prove her / his identity at the time of attending the Meeting.
5. 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 authorizing their representative to attend and vote on their behalf at the Meeting.
6. Attendance Slip, proxy form and the route map of the venue of the Meeting are annexed hereto.
7. Members / Proxy holders are requested to produce at the entrance, the attached admission slip for admission to the Meeting hall. Duplicate admission slips will not be provided at the hall.
8. Members who hold shares in electronic form are requested to write their DP ID and Client ID and those who hold shares in physical form are requested to write their Folio number in attendance slip for attending the Meeting to facilitate identification of membership at the Meeting. Shareholders are requested to intimate changes in their address, if any, quoting the folio number / DP-ID and Client ID, to the Company.
9. All documents referred to in the Notice and in the accompanying explanatory statement are open for inspection at the Registered Office of the Company during office hours on all working days, except holidays, between 10.00 A.M. and 5.00 P.M. up to the date of the Meeting.

Explanatory statement pursuant to Section 102 (1) of the Companies Act, 2013.

Item No.: 1

The existing Authorized Share Capital of the Company is Rs.290,00,00,000/- (Rupees Two Hundred and Ninety Crore Rupees only) divided into 29,00,00,000 (Twenty Nine Crore) Equity Shares of Rs.10/- (Rupees Ten only) each and against this capital, the Company has already issued and paid up Equity Shares amounting to Rs.258,60,44,450 (Rupees Two Hundred Fifty Eight Crore Sixty Lakh Forty Four Thousand Four Hundred and Fifty only), divided into 25,86,04,445 (Twenty Five Crore Eighty Six Lakh Four Thousand Four Hundred and Forty Five) Equity Shares of Rs.10/- (Rupees Ten) each.

The Company in order to facilitate business growth and to strengthen its financial position may require to issue share capital. It is therefore deemed appropriate to increase the authorized share capital of the Company to Rs.400,00,00,000/- (Rupees Four Hundred Crore only) divided into 40,00,00,000 (Forty Crore) Equity Shares of Rs.10/- (Rupees Ten) each and for the said purposes, the Memorandum of Association of the Company is proposed to be suitably altered.

The provisions of the Companies Act, 2013 and the Rules made thereunder, require the Company to seek the approval of the Members by way of Ordinary Resolution, to alter the Capital Clause in the Memorandum of the Company.

The Board of Directors of the Company at their Meeting held on September 24, 2021 has approved the same.

None of the other Directors, Key Managerial Personnel of the Company nor their relatives are concerned or interested, financially or otherwise in this resolution, except to the extent of their respective shareholding in the Company.

The Board of Directors accordingly recommends Ordinary Resolution set out at Item No.1 of the accompanying Notice for approval of the Members.

**By order of the Board of Directors
For Shriram Housing Finance Limited**

**Bhavita Ashiyani
Company Secretary & Compliance Officer**

Date: September 24, 2021

Shriram Housing Finance Limited

Registered Office: 123, Angappa Naicken Street, Chennai – 600 004

CIN: U65929TN2010PLC078004 | Website: www.shriramhousing.in | E-mail ID: sect@shriramhousing.in

ATTENDANCE SLIP

Extra-Ordinary General Meeting – Monday, October 4, 2021

I / We hereby certify that I am / we are a Member / proxy for the Member of the Company.

I / We hereby record my / our presence for the Extra-Ordinary General Meeting of the Members of Shriram Housing Finance Limited held on Monday, October 4, 2021, at 2.30 p.m. at No. 144, Santhome High Road, Shriram City Business Solutions Centre, Mylapore, Chennai - 600 004

Name of the Member / Proxy (In Block Letters)

Signature of the Member / Proxy

Note: Please fill up this attendance slip and hand it over at the entrance of the Meeting venue.

Shriram Housing Finance Limited

Registered Office: 123, Angappa Naicken Street, Chennai – 600 004 (TN)

CIN: U65929TN2010PLC078004 | Website: www.shriramhousing.in | E-mail ID: sect@shriramhousing.in

Proxy Form No. MGT - 11

[Pursuant to Section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the Member(s) Registered Address

E-mail ID Folio No.

I / We, being the Member(s) of shares of the above named company, hereby appoint:

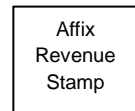
<p>1. Name: Address: E-mail ID Signature:....., or failing him / her</p>	<p>2. Name: Address: E-mail ID Signature:....., or failing him / her</p>	<p>3. Name: Address: E-mail ID Signature:....., or failing him / her</p>
---	---	---

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 at No. 144, Santhome High Road, Shriram City Business Solutions Centre, Mylapore, Chennai - 600 004 on Monday, October 4, 2021, at 2.30 p.m. and at any adjournment thereof in respect of such resolution(s) as indicated below:

Resolution No. & Matter of Resolution	For	Against
1. To approve increase in Authorized Share Capital & consequent amendment of the Memorandum of Association of the Company.		

Signed this..... day of..... 2021 Signature of Member

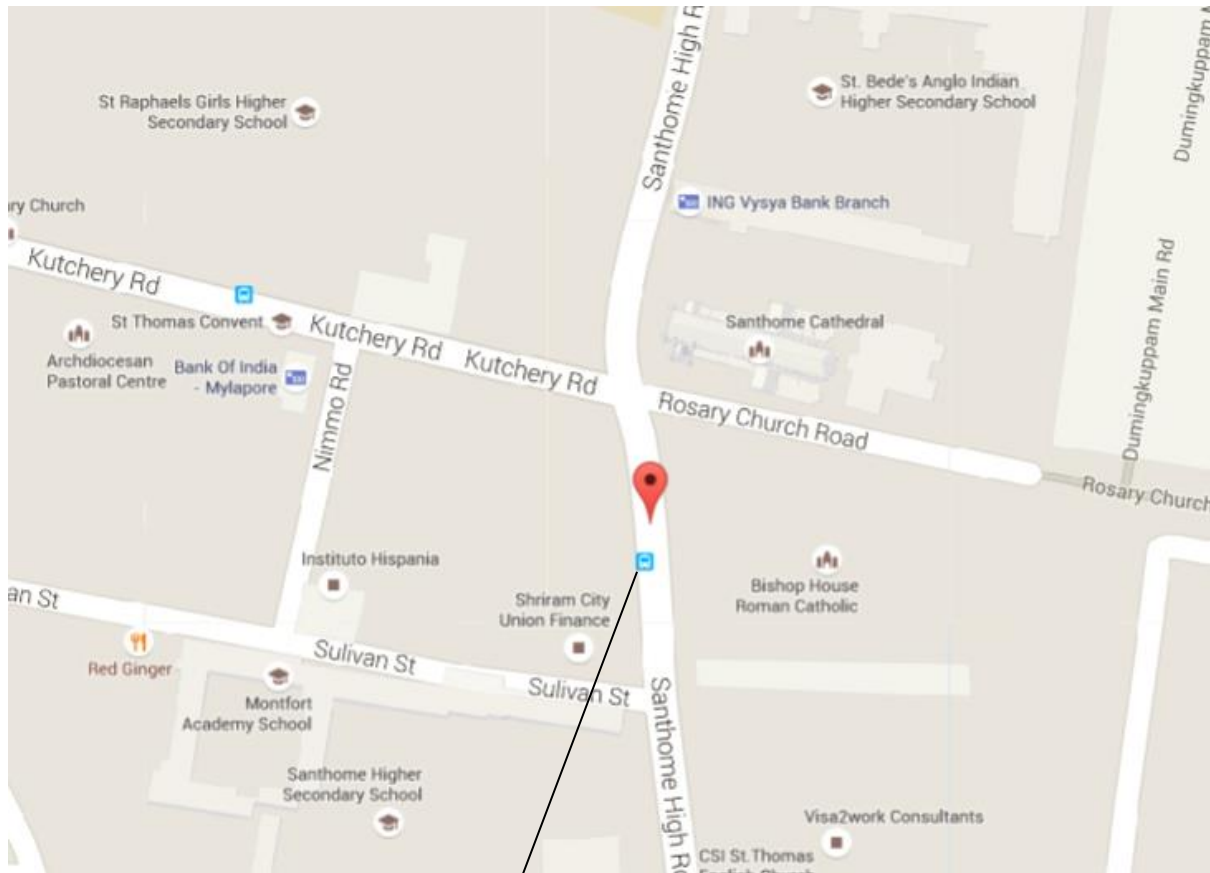
Signature of Proxy holder(s)



Notes:

1. 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.

Route Map to EGM Venue



EGM Venue
No. 144, Santhome High Road,
Shriram City Business Solutions Centre
Mylapore, Chennai - 600 004

Landmark: Opposite to Bishop House Santhome Cathedral