



EGM Proceedings

The EGM of the Company was held on Wednesday, December 22, 2021 at 5:45 PM IST through two way video conferencing facility. The meeting was held in compliance with the applicable General Circulars issued by the Ministry of Corporate Affairs (MCA) and as per the applicable provisions of the Companies Act, 2013 and the Rules made thereunder.

Members Present:

1. Fullerton India Credit Company Limited through its authorized representative, Mr. Pankaj Malik
2. Mr. Pankaj Malik
3. Mr. Rakesh Makkar
4. Mr. Pavan Kaushal
5. Mr. Sanjeet Dawar
6. Mr. Arun Mulge

Directors Present:

1. Mr. Rakesh Makkar, Chief Executive Officer & Whole Time Director
2. Mr. Pavan Kaushal, Non-Executive Director

Company Secretary:

Mr. Jitendra Maheshwari

Chairperson

Members present through video conferencing elected Mr. Pankaj Malik as the Chairperson of the Meeting. Mr. Pankaj Malik took the chair. He extended a warm welcome to the members to the Extraordinary General Meeting.

It was noted that the other directors could not attend the meeting due to their preoccupation.

The Chairperson confirmed that all efforts feasible under the circumstances have been made to his satisfaction to enable members to participate and vote on items being considered in this meeting and that the Company has complied with the MCA circular no. 14/2020, 17/2020, 22/2020, 33/2020 and 39/2020 dated 08th April, 2020, 13th April, 2020, 15th June, 2020, 28th September, 2020, 31st December, 2020, 13th January, 2021 and 23rd June, 2021 respectively on convening General Meeting through video conference and other audio video means. The facility to join the meeting was kept open from 5:45 PM IST and closed at 6:00 PM IST.

Quorum

The Chairperson informed that all the members were attending the meeting through video conference. Total six members attended the meeting in person.

The Chairperson declared that the necessary quorum was present and called the meeting to order.

Fullerton India Home Finance Company Limited

Corporate Office: Floor 6, B Wing, Supreme Business Park,
Supreme City, Powai, Mumbai - 400 076 | Toll Free No: 1800 102 1003
Email: grihashakti@fullertonindia.com | Website: www.grihashakti.com
CIN number: U65922TN2010PLC076972 | IRDAI COR NO : CA0492

Registered Office: Megh Towers, 3rd Floor, Old No. 307, New No. 165,
Poonamallee High Road, Maduravoyal, Chennai - 600 095, Tamil Nadu





The Chairperson informed the members that as per the requirements of the Companies Act, 2013, the Auditors and the Chairperson of Audit Committee and Nomination and Remuneration Committee are required to attend the general meetings of the Company. However, as the Company is a closely held company with no outside members, the members decided to waive the requirement of attendance of the Auditors and the Chairperson of Audit Committee and Nomination and Remuneration Committee.

Mode of presence of members

Details of the members and invitees' attendance were recorded as under:

Name	Mode and Place
Members	
M/s. Fullerton India Credit Company Limited through its authorized representative, Mr. Pankaj Malik	Through Video Conferencing from his residence in Mumbai
Mr. Pankaj Malik	Through Video Conferencing from his residence in Mumbai
Mr. Rakesh Makkar	Through Video Conferencing from his residence in Mumbai
Mr. Pavan Pal Kaushal	Through Video Conferencing from his residence in Mumbai
Mr. Sanjeet Dawar	Through Video Conferencing from his residence in Mumbai
Mr. Arun Mulge	Through Video Conferencing from his residence in Mumbai
Company Secretary	
Mr. Jitendra Maheshwari	Through Video Conferencing from his residence in Mumbai

It was noted that all the formalities for conducting the meeting through other audio-visual means as per the Companies Act, 2013, were duly complied with.

Register, documents and reports

The Chairperson further informed the members that the Register of Directors and Key Managerial Personnel, Register of Members, Register of Contracts with related party and contracts and bodies in which director are interested under Section 189 of the Companies Act, 2013 as prescribed under the Act were open for inspection till the conclusion of the meeting.

Notice of the Meeting

With the consent of the members present, the notice of the Extraordinary General Meeting was taken as read.

Special business:

- 1. Appointment Mr. Shantanu Mitra as a Non-Executive, Non-Independent director of the Company**

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It was informed to the members that Mr. Shantanu Mitra was proposed to be appointed as a director of the Company with effect from December 22, 2021, based on the recommendation of the Nomination and Remuneration Committee and the board of directors, subject to the approval of the members of the Company.

Mr. Pavan Kaushal proposed and Mr. Sanjeet Dawar seconded the following resolution:

“RESOLVED THAT pursuant to the provisions of Sections 152, 160 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and applicable regulations / directions / notifications of the Reserve Bank of India, the Articles of Association of the Company and pursuant to the recommendation of the Nomination and Remuneration Committee and the board of directors, Mr. Shantanu Mitra (DIN: 03019468), be and is hereby appointed as a Non-Executive, Non-Independent director, with immediate effect, whose office shall be liable to determination by retirement by rotation.”

The Chairperson enquired if there were any clarifications required on the same. Since, none of the members required any clarification, the Ordinary Resolution was put to vote on show of hands by the Chairperson and it was carried unanimously.

2. Appointment Mr. Ajay Pareek as a Non-Executive, Non-Independent director of the Company

The Chairperson took up the second agenda item of appointment of Mr. Ajay Pareek as a Non-Executive, Non-Independent director of the Company.

It was informed to the members that Mr. Ajay Pareek was proposed to be appointed as a director of the Company with effect from December 22, 2021, based on the recommendation of the Nomination and Remuneration Committee and the board of directors, subject to the approval of the members of the Company.

Mr. Rakesh Makkar proposed and Mr. Arun Mulge seconded the following resolution:

“RESOLVED THAT pursuant to the provisions of Sections 152, 160 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and applicable regulations / directions / notifications of the Reserve Bank of India, the Articles of Association of the Company and pursuant to the recommendation of the Nomination and Remuneration Committee and the board of directors, Mr. Ajay Pareek (DIN: 08134389), be and is hereby appointed as a Non-Executive, Non-Independent director, with immediate effect, whose office shall be liable to determination by retirement by rotation.”

The Chairperson enquired if there were any clarifications required on the same. Since, none of the members sought any clarification, the Ordinary Resolution was put to vote on show of hands by the Chairperson and it was carried unanimously.

3. Appointment of Mr. Radhakrishnan Balakrishnan Menon as an Independent Director of the Company

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The Chairperson took up the third agenda item of appointment of Mr. Radhakrishnan Balakrishnan Menon as an Independent Director of the Company.

It was informed to the members that Mr. Radhakrishnan Balakrishnan Menon was proposed to be appointed as a director of the Company with effect from December 22, 2021, based on the recommendation of the Nomination and Remuneration Committee and the board of directors, subject to the approval of the members of the Company.

Mr. Arun Mulge proposed and Mr. Rakesh Makkar seconded the following resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149, 152, 160 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and Schedule IV to the Act including any statutory modification(s) or re-enactment thereof, for the time being in force and applicable regulations / directions / notifications of the Reserve Bank of India, the Articles of Association of the Company and pursuant to the recommendation of the Nomination and Remuneration Committee and the board of directors, Mr. Radhakrishnan Balakrishnan Menon (DIN: 01473781), be and is hereby appointed as an Independent Director of the Company, to hold office for a period of three years with effect from December 22, 2021 up to December 21, 2024 and whose office shall not be liable to determination by retirement by rotation.”

The Chairperson enquired if there were any clarifications required on the same. Since, none of the members sought any clarification, the Special Resolution was put to vote on show of hands by the Chairperson and it was carried unanimously.

Vote of thanks

There being no other business to be transacted, the meeting concluded at 6:00 pm IST with a vote of thanks to the Chair.

