

**NOTICE is hereby given that the 13<sup>th</sup> Annual General Meeting of the Members of Edelweiss Housing Finance Limited will be held on Thursday, June 17, 2021 at 5.00 p.m. at the Registered Office of the Company at Edelweiss House, Off C.S.T. Road, Kalina, Mumbai - 400 098 to transact the following business:-**

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### **ORDINARY BUSINESS**

1. To consider and adopt the audited Financial Statements of the Company for the financial year ended March 31, 2021, together with the Reports of the Board and the Auditors thereon.
2. To appoint a Director in place of Mr. Deepak Mittal (DIN: 00010337), who retires by rotation and, being eligible, offers himself for re-appointment.

### **SPECIAL BUSINESS**

#### **3. Appointment of Mr. Biswamohan Mahapatra as an Independent Director**

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

**“RESOLVED** that pursuant to the provisions of Sections 149, 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 (the Act) and the Rules framed thereunder read with Schedule IV to the Act, (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Biswamohan Mahapatra (DIN: 06990345), who was appointed by the Board of Directors of the Company as an Additional Director (Independent Director) and who holds office upto the date of this Annual General Meeting of the Company in terms of Section 161 of the Act and who has given a declaration that he meets the criteria of independence as provided in Section 149(6) of the Act, being eligible, be and is hereby appointed as an Independent Director of the Company till the conclusion of the Annual General Meeting of the Company to be held in the year 2025.

**FURTHER RESOLVED THAT** the Board be and is hereby authorised to do all such acts, deeds, matters and things, as may be necessary to give effect to this Resolution.”

#### **4. Appointment of Mr. Rajat Avasthi as Director**

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

**“RESOLVED THAT** pursuant to the recommendation of the Nomination and Remuneration Committee and in accordance with the provisions of Section 149, 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 (the Act) and the Rules framed thereunder, and such other applicable law or laws, Rules, Regulations, Guidelines, circulars, if any, (including any amendment thereto or statutory modification (s) or re-enactment(s) thereof for the time being in force), the approval of the Reserve Bank of India (RBI) accorded vide email dated September 23, 2020 and subject to such other statutory approvals / consents from competent authorities as may be deemed necessary, Mr. Rajat Avasthi (DIN - 07969623), who was appointed as an Additional Director of the Company by the Board at its meeting held on September 18, 2019 with effect from the date of approval from the National Housing Bank and who holds office upto the date of this Annual General Meeting (AGM), be and is hereby appointed as a Director, and whose period of office shall be liable to determination by retirement of directors by rotation.”

**5. Appointment of Mr. Rajat Avasthi as Managing Director and Chief Executive Officer (MD & CEO)**

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

**“RESOLVED THAT** in accordance with the provisions of Sections 196, 197, 198 and 203 read with Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 (the Act), the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 including any statutory modification(s) or re-enactment thereof for the time being in force (the Rules), including any Guidelines and Circulars issued in this regard from time to time and pursuant to the approval of the Reserve Bank of India and subject to such other statutory approvals as may be required, approval of the Members of the Company be and is hereby accorded to the appointment of Mr. Rajat Avasthi (DIN - 07969623), who had been appointed as Chief Executive Officer (CEO) of the Company with effect from October 25, 2018, as the Managing Director & CEO of the Company for a period of three years with effect from the date of approval of National Housing Bank, on the terms and conditions as mentioned herein below, including remuneration, which may exceed the limits prescribed under the Act, read with Schedule V:

- (a) Salary Limit: Not to exceed Rs. 1,50,00,000/- per annum;
- (b) Performance Bonus: In addition to salary, performance-based bonus, up to 200 % of salary Limit, may also be paid and at such intervals as may be decided by the Board of Directors of the Company; and
- (c) Perquisites: In addition to the salary and the performance bonus, Mr. Rajat Avasthi shall also be entitled to the perquisites.

**FURTHER RESOLVED** that the approval of Members of the Company be and is hereby accorded for payment of aforesaid remuneration to Mr. Rajat Avasthi, even in case of inadequacy or absence of profits, which may exceed the limits prescribed

under Section 197 of the Companies Act, 2013 read with Schedule V to the Act and the office of Mr. Rajat Avasthi shall be liable to determination by rotation;

**FURTHER RESOLVED THAT** the Board of Directors of the Company (hereinafter referred to as 'the Board' which term shall be deemed to include any Committee which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this Resolution) be authorised on behalf of the Company to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary or expedient in the interest of the Company and with power on behalf of the Company to settle any questions, difficulties or doubts that may arise in this regard without requiring the Board to secure any further consent or approval of the Members of the Company."

**6. Appointment of Ms. Shilpa Gattani as a Non-Executive Director, liable to retire by rotation**

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

"**RESOLVED** that pursuant to the recommendation of the Nomination and Remuneration Committee and in accordance with the provisions of Section 149, 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 (the Act) and the Rules framed thereunder, and such other applicable law or laws, Rules, Regulations, Guidelines, circulars, if any, (including any amendment thereto or statutory modification (s) or re-enactment(s) thereof for the time being in force), the approval of the Reserve Bank of India (RBI) accorded vide email dated September 23, 2020, and subject to such other statutory approvals / consents from competent authorities as may be deemed necessary, Ms. Shilpa Gattani (DIN: 05124763), who was appointed as an Additional Director of the Company by the Board at its meeting held on September 18, 2019 with effect from the date of receipt of approval from the National Housing Bank and who holds office upto the date of this Annual General Meeting (AGM), be and is hereby appointed as a Non-Executive Director, and whose period of office shall be liable to determination by retirement of directors by rotation.

**FURTHER RESOLVED** that the Board be and is hereby authorised to do all acts, deeds, matters and things as may be necessary to give effect to this Resolution."

**7. Appointment of Mr. Deepak Mundra as a Non-Executive Director, liable to retire by rotation**

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

"**RESOLVED** that pursuant to the recommendation of the Nomination and Remuneration Committee and in accordance with the provisions of Section 149, 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 (the Act) and the Rules framed thereunder and such other applicable law or laws, Rules, Regulations, Guidelines, circulars, if any, (including any amendment thereto or

statutory modification (s) or re-enactment(s) thereof for the time being in force), the approval of the Reserve Bank of India (RBI) accorded vide letter dated March 2, 2021, and subject to such other statutory approvals / consents from competent authorities as may be deemed necessary, Mr. Deepak Mundra (DIN: 06733120), who was appointed as an Additional Director of the Company by the Board vide resolution passed by circulation on April 13, 2020 with effect from the date of receipt of approval from the National Housing Bank and who holds office upto the date of this Annual General Meeting (AGM), be and is hereby appointed as a Non-Executive Director, and whose period of office shall be liable to determination by retirement of directors by rotation.

**FURTHER RESOLVED** that the Board be and is hereby authorised to do all acts, deeds, matters and things as may be necessary to give effect to this Resolution.”

**8. Appointment of Mr. Phanindranath Kakarla as a Non-Executive Director, liable to retire by rotation**

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

“**RESOLVED** that pursuant to the recommendation of the Nomination and Remuneration Committee and in accordance with the provisions of Section 149, 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 (the Act) and the Rules framed thereunder and such other applicable law or laws, Rules, Regulations, Guidelines, circulars, if any, (including any amendment thereto or statutory modification (s) or re-enactment(s) thereof for the time being in force), the approval of the Reserve Bank of India (RBI) accorded vide letter dated March 2, 2021, and subject to such other statutory approvals / consents from competent authorities as may be deemed necessary, Mr. Phanindranath Kakarla (DIN: 02076676), who was appointed as an Additional Director of the Company by the Board vide resolution passed by circulation on June 2, 2020 with effect from the date of receipt of approval of National Housing Bank / Reserve Bank of India, as applicable and who holds office upto the date of this Annual General Meeting (AGM), be and is hereby appointed as a Non-Executive Director, and whose period of office shall be liable to determination by retirement of directors by rotation.

**FURTHER RESOLVED** that the Board be and is hereby authorised to do all acts, deeds, matters and things as may be necessary to give effect to this Resolution.”

**9. Issue of Non-Convertible Debentures**

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

“**RESOLVED THAT** that pursuant to the provisions of Sections 42, 71 and other applicable provisions, if any, of the Companies Act, 2013 as amended from time to time (the Act), the Companies (Prospectus and Allotment of Securities) Rules, 2014 as amended from time to time, the Companies (Share Capital and Debentures) Rules, 2014 as amended from time to time (the Rules), SEBI (Issue and Listing of Debt Securities)

Regulations, 2008, and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other applicable SEBI Rules and Regulations, as amended from time to time and pursuant to the provisions of RBI/2020-21/73 DOR.FIN.HFC.CC.No.120/03.10.136/2020-21 Master Direction – Non-Banking Financial Company – Housing Finance Company (Reserve Bank) Directions, 2021 as amended from time to time and further subject to the provisions of any other applicable statutes, Regulations, if any, including any statutory modification(s) or re-enactment thereof, and the provisions of the Memorandum & Articles of Association of the Company and subject to the approvals, consents, permissions, exemptions and /or sanction of the appropriate authorities, institutions or bodies, as may be necessary and subject to such conditions, as may be prescribed by any of them while granting any such approval, consent, permission, exemption or sanction, approval of the Members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as ‘the Board’ which term shall be deemed to include any Committee which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this Resolution) to issue, offer and allot secured, unsecured, perpetual, listed and/or unlisted Non-Convertible Debentures (“the Debentures”), aggregating to Rs. 3,500 crores (Rupees Three Thousand Five Hundred Crores only), during a period of one year from October 1, 2021 to September 30, 2022, to the eligible investors, on a private placement basis, in one or more tranches, on such terms and conditions as the Board may deem fit and wherever necessary, in consultation with lead manager(s), financial advisor(s), underwriter(s), legal advisor(s) and/or any other agency(ies) which the Board may deem fit and appropriate, however at any given point of time the aggregate limit of funds raised/ to be raised by the Company, including issue of Debentures shall not exceed the overall borrowing limits of the Company as amended, from time to time.

**FURTHER RESOLVED** that subject to and in accordance with the provisions of the Act, the Board be and is hereby authorised on behalf of the Company to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary including delegation of powers extended unto the Board herein, and with further powers on behalf of the Company to settle questions, difficulties or doubts that may arise in this regard, without requiring the Board to secure any further consent or approval of the members of the Company.”

**For and on behalf of the Board of Directors  
Edelweiss Housing Finance Limited**

**Riddhi Parekh  
Company Secretary  
Membership No: ACS 20867**

Place: Mumbai

Date of issue: June 15, 2021

**Edelweiss Housing Finance Limited**

Corporate Identity Number: U65922MH2008PLC182906

Registered Office: Edelweiss House, Off. C.S.T Road, Kalina, Mumbai-400098, Maharashtra ☎ +91 22 40094400 Fax: +91 22 4019 4925

Website: [www.edelweisshousingfin.com](http://www.edelweisshousingfin.com) email id: [homeservice@edelweissfin.com](mailto:homeservice@edelweissfin.com)

**NOTES:**

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER. PROXY SHALL NOT VOTE EXCEPT ON A POLL. A PERSON CAN ACT AS PROXY FOR AND ON BEHALF OF A MAXIMUM OF FIFTY (50) MEMBERS NOT HOLDING, IN AGGREGATE, MORE THAN TEN PERCENT OF THE TOTAL PAID-UP SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL PAID-UP 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. A PROXY FORM FOR THE GENERAL MEETING ('GM') IS ENCLOSED HEREWITH. THE INSTRUMENT APPOINTING PROXY SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**
2. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, in respect of the special business is annexed hereto and forms part of the notice.
3. Corporate Members intending to send their Authorized Representative to attend the Meeting are requested to send a duly certified copy of the Board Resolution authorizing their representative to attend and vote at the General Meeting.
4. Members / Proxies should fill in the attendance slip for attending the Meeting. Proxy form as prescribed under the Companies Act, 2013 is enclosed.
5. All documents referred to in the accompanying Notice and Explanatory Statement are open and available for inspection at the Registered Office of the Company on all working days between 11:00 a.m. and 1:00 p.m., up to the date of this Meeting. The aforesaid documents will also be available for inspection at the General Meeting.
6. The route map showing directions to reach the venue of the General meeting is annexed.

**Explanatory Statement pursuant to the provisions of Section 102 of the Companies Act, 2013.**

**Item No. 3**

Based on the recommendations of the Nomination and Remuneration Committee (Committee), the Board at its meeting held on October 29, 2020, appointed Mr. Biswamohan Mahapatra (DIN: 06990345) as an Additional (Independent) Director of the Company, who holds office upto the date of this Annual General Meeting of the Company in terms of Section 161 of the Act.

Mr. Biswamohan Mahapatra has over three decades of experience and retired as Executive Director of Reserve Bank of India (RBI) in August 2014 where he was in charge of banking regulation, policy, and supervision. Post retirement, he has been an Advisor to RBI on the new bank licensing process. He has represented RBI at various national and international forums and chaired several RBI committees and was also the Member-Secretary to the Committee set up to introduce a financial holding company structure in India and involved in the formulation of Basel II and Basel III regulations. In accordance with the Secretarial Standards, the other details relating to Mr. Biswamohan Mahapatra are enclosed herewith and forms part of this explanatory Statement.

In accordance with the provisions of Section 149, 161 and other applicable provisions of the Companies Act, 2013 read with Schedule IV of the Companies Act, 2013 the appointment of Mr. Biswamohan Mahapatra, as Independent Director to hold office till the conclusion of the Annual General Meeting of the Company to be held in the year 2025, is now being placed before the Members for their approval.

Mr. Biswamohan Mahapatra, has given a declaration to the Board that he meets the criteria of independence as provided under section 149(6) of the Act. Accordingly, in the opinion of the Board, he fulfils the conditions specified in the Act for such an appointment.

Considering the experience of Mr. Biswamohan Mahapatra, the Board recommends the Resolution at Item No. 3 of the accompanying Notice, for the approval of the Members by way of Ordinary Resolution.

None of the Directors (except Mr. Biswamohan Mahapatra and/or his relatives), Key Managerial Personnel of the Company and/or any of their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution, as set out at Item No. 3 of the Notice.

### **Item No. 4-5**

The Board had appointed Mr. Rajat Avasthi as Chief Executive Officer (CEO) for a period of 3 years with effect from October 25, 2018, on the following terms and conditions:

- (a) Salary Limit: Not to exceed Rs. 1,50,00,000/- per annum;
- (b) Performance Bonus: In addition to salary, performance based bonus, up to 200 % of salary Limit, may also be paid and at such intervals as may be decided by the Board of Directors of the Company; and
- (c) Perquisites: In addition to the salary and the performance bonus, Mr. Rajat Avasthi shall also be entitled to the perquisites.

In line with internal re-organization and to further broad-base Board of Directors of the Company, the Board, on the recommendation of the Nomination and Remuneration Committee, appointed Mr. Rajat Avasthi (DIN: 07969623), as Additional Director and MD & CEO, on September 18, 2019, subject to approval of NHB and other statutory approvals and the approval of the Members. The Company has received consent from Mr. Rajat Avasthi to act as a Director and MD & CEO of the Company. Considering the transfer of regulatory powers over the Housing Finance Companies from the National Housing Bank to the Reserve bank of India with effect from August 9, 2019 pursuant to the provisions of the Finance Act 2019, Reserve Bank of India accorded its approval vide email dated September 23, 2020 for the said appointment.

Accordingly, the Members are requested to consider the appointment of Mr. Rajat Avasthi (DIN - 07969623), who had been appointed as CEO with effect from October 25, 2018, as a Director, and as MD & CEO of the Company for a period of three years i.e. upto September 22, 2023, on the same terms and conditions as mentioned above.

The proposal for the appointment of Mr. Rajat Avasthi as Director and MD& CEO of the Company was proposed in the Extra Ordinary General meeting of the Company held on September 30, 2019 wherein the Members deferred the said resolution, till the approval of the sectoral regulator was obtained. Accordingly, the said motion is now being proposed for the approval of the shareholders.

#### **Brief terms and conditions of appointment:**

Mr. Rajat Avasthi as MD & CEO of the Company shall perform such duties and responsibilities as may be assigned to him from time to time by the Board of Directors, for such remuneration as more particularly provided in the resolution. His appointment as MD & CEO is for a period of three years i.e. upto September 22, 2023, and is liable to retire by rotation.

### **DISCLOSURES:**

#### **I. General Information about the Company:**

##### **(1) Nature of industry -**

##### **Edelweiss Housing Finance Limited**

Corporate Identity Number: U65922MH2008PLC182906

Registered Office: Edelweiss House, Off. C.S.T Road, Kalina, Mumbai-400098, Maharashtra ☎ +91 22 40094400 Fax: +91 22 4019 4925

Website: [www.edelweisshousingfin.com](http://www.edelweisshousingfin.com) email id: [homeservice@edelweissfin.com](mailto:homeservice@edelweissfin.com)



The Company is registered as a non-deposit accepting housing finance company with the National Housing Bank under Section 29A of the National Housing Bank Act, 1987. The Company has obtained a Certificate of Registration dated March 18, 2010 bearing registration no. 03.0081.10 issued by the National Housing Bank, to commence/carry on the business of a housing finance institution without accepting public deposits subject to the conditions mentioned in the Certificate of Registration under Section 29A of the National Housing Bank Act, 1987.

**(2) Date or expected date of commencement of business operations -**

The Company was originally incorporated on May 30, 2008 as a public limited company under the provisions of the Companies Act, 1956 as Edelweiss Housing Finance Limited and received a certificate of incorporation dated May 30, 2008 and a certificate of commencement of business on June 12, 2008. The Corporate Identification Number of the Company is U65922MH2008PLC182906.

**(3) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus:**

Not applicable

**(4) Financial performance based on given indicators:**

As per the audited financial results for the year ended March 31, 2021, the Company's total revenue from operations stood at Rs. 548.72 crore and net profit after tax stood at Rs. 3.73 crore.

**(5) Foreign investments or collaborations, if any:**

The Company currently has no foreign investors or foreign collaborators.

**II. Information about the appointee Mr. Rajat Avasthi:**

**(1) Background details/brief profile/Recognition or awards, if any:**

Mr. Rajat Avasthi is a MBA from University Business School, Chandigarh and holds graduation degree in Bsc. from University of Punjab. Mr. Rajat Avasthi has over 24 years of experience across various industries. He started his career with Asian Paints, where he worked for 18 years with roles in Sales and Corporate Marketing. In his last assignment at Asian Paints he was involved in building a market entry strategy, and investment proposal, for Asian Paints' entry into Indonesia.

Prior to joining Edelweiss, he was associated with Vodafone as the CEO of their business in Punjab, Himachal Pradesh and Jammu & Kashmir.

**(2) Past remuneration:**

Mr. Avasthi who was appointed as the Chief Executive Officer of the Company with effect from October 25, 2018 and received remuneration of Rs. 2.094 crore for the year ended March 31, 2020. Consequent to the approval of RBI, he assumed office as Managing Director with effect from September 23, 2020 along with being the CEO of the Company and received remuneration of Rs. 9.93 million for the financial year ended March 31, 2021.

**(3) Job profile and his suitability:**

Mr. Avasthi as MD & CEO shall be entrusted with substantial powers of management of the affairs of the Company and shall perform such duties and responsibilities as may be assigned to him from time to time by the Board of Directors, subject to the superintendence, control and directions of the Board and/or the sectoral regulator.

Considering the qualifications, experience and nature of his expertise, the Board, on the recommendation of the Nomination and Remuneration Committee, approved the appointment of Mr. Rajat Avasthi, as Additional Director and as Managing Director & CEO.

**(4) Remuneration proposed:**

The overall remuneration is as detailed in the resolution in respect thereto.

**(5) Comparative remuneration profile with respect to industry, size of the company, profile of the position and person:**

Considering the industry practices, the size of the Company, and the candidature of Mr. Avasthi, the remuneration of Mr. Avasthi is as per industry standard.

**(6) Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any:**

Except for his remuneration, Mr. Avasthi has no pecuniary relationship directly or indirectly with the Company or with any other managerial personnel of the Company.

**III. Other information:**

**(1) Reasons of loss or inadequate profits:**

Considering the challenges faced by the HFC industry to source liabilities coupled with the challenges due to the pandemic, the possibility of its resurgence or a third

wave may reverse recovery of macro-economy, domestically as well as globally. Further, any abnormal surge in oil prices or weak monsoon or further delay in revival of capex cycle can also inhibit growth. In view of the same, the Company may not be able to make adequate profits and accordingly this resolution is proposed to be passed as enabling resolution in case of loss or inadequacy of profits.

**(2) Steps taken or proposed to be taken for improvement:**

Considering the overall economic situation and the problems faced by the Housing Finance Companies especially due to COVID, the steps taken by the Government and the Reserve Bank of India (RBI) to ease liquidity is expected to gradually improve the performance of the Company. Basis the same, the Company intends to take all possible steps to improve its performance.

**(3) Expected increase in productivity and profits in measurable terms:**

The aforesaid challenges in the industry are expected to gradually improve, and accordingly the operations and the profits of the Company are expected to gradually improve.

The aforesaid appointment and payment of remuneration to Mr. Rajat Avasthi as Managing Director & CEO requires approval of the Members through a Special Resolution under Sections 196, 197, 198, 203 of the Companies Act, 2013, read with relevant Rules, and further read together with Schedule V to the Companies Act, 2013, as amended from time to time.

Considering the experience and expertise of Mr. Rajat Avasthi and based on the recommendations of the Nomination and Remuneration Committee in accordance with the Remuneration Policy and parameters for consideration of remuneration, the Board, recommends the resolution as set out in the Item No. 4 & 5 of the Notice for approval of the Members as Ordinary resolution and Special resolution respectively.

None of the Directors (except Mr. Rajat Avasthi and/or his relatives), Key Managerial Personnel of the Company and/or any of their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution, as set out at Item No. 4 & 5 of the Notice.

**Item Nos. 6-8**

Based on the recommendation of the Nomination and Remuneration Committee, the Board at its meeting held on September 18, 2019 and vide resolution passed by circulation on April 13, 2020 and June 2, 2020, appointed Ms. Shilpa Gattani (DIN: 05124763), Mr. Deepak Mundra (DIN: 06733120) and Mr. Phanindranath Kakarla (DIN: 02076676) respectively, as Additional (Non-Executive) Directors of the Company, with effect from the date of receipt of approval of National Housing Bank (NHB) / Reserve Bank of India.

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Website: [www.edelweisshousingfin.com](http://www.edelweisshousingfin.com) email id: [homeservice@edelweissfin.com](mailto:homeservice@edelweissfin.com)

Considering the transfer of regulatory powers over the Housing Finance Companies from the National Housing Bank to the Reserve bank of India with effect from August 9, 2019 pursuant to the provisions of the Finance Act 2019, Reserve Bank of India accorded its approval vide email dated September 23, 2020 for the appointment of Ms. Shilpa Gattani and vide letter dated March 2, 2021 for the appointment of Mr. Deepak Mundra and Mr. Phanindranath Kakarla as Directors of the Company.

Pursuant to the provisions of Section 161 of the Companies Act, 2013, Ms. Shilpa Gattani, Mr. Deepak Mundra and Mr. Phanindranath Kakarla hold office up to the date of the ensuing General Meeting.

Ms. Shilpa Gattani (DIN: 05124763) has over 16 years of professional work experience. She has been with Edelweiss since 2005 and is instrumental in starting the fixed income desk at Edelweiss. She has been leading this department since the last 6 years and has institutionalized the business to greater heights. Before being the Head of Treasury Management business, she was Head of Resources at Edelweiss Group wherein she was responsible for fund raising in the money market and Asset Liability Management. Over the period of last 10 years, she has built strong relationships with fund houses, banks and other financial institutions. Prior to this, Shilpa was company secretary for the Edelweiss Group and responsible for governance and secretarial functions. Ms. Shilpa Gattani is a member of Institute of Company Secretaries of India and has done her Masters in Business Administration.

Mr. Deepak Mundra (DIN: 06733120) is presently working as Head Resource Mobilization for Edelweiss Group. Managing treasury size of around 25,000 crores and also manages sell down of retail pool of assets. He has been a part of Edelweiss Group since March 2011. Before joining Edelweiss, he has spent over a decade with Aditya Birla Group, prior to which he was working with Raymond Limited and Jain Irrigation. He has extensive experience of more than two decades in the fields like Corporate Finance, Treasury, Management Accounting, Taxation, Accounting etc. and has worked across various industries including Financial Services, Agriculture, Textiles and Cement.

Mr. Phanindranath Kakarla (DIN: 02076676) is an IIM Calcutta and IIT Mumbai alumni. He has spent close to two decades in the financial services industry with comprehensive experience in Banking – Credit Risk, Distressed Debt Recovery, Finance, Operations and Relationship Management in Wholesale Lending, Corporate & Transaction Banking and Asset Management. He also has expertise in driving organizational transformation (across people, process and technology) and building and leading high performance finance / operations teams across various geographies. His past experience covers a gamut of leading banks like HSBC, JPMorganChase, Deutsche Bank & ING. He has been with the Edelweiss Group for over 5 years wherein he has done various roles including Head of Centralised Services Group and Head of Group HR. He is currently the COO of ECL Finance Limited.

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In accordance with the Secretarial Standards, the other details relating to Ms. Shilpa Gattani, Mr. Deepak Mundra and Mr. Phanindranath Kakarla are enclosed herewith and forms part of this explanatory Statement.

In accordance with the provisions of Section 149, 161 and other applicable provisions of the Companies Act, 2013, the appointment of Ms. Shilpa Gattani, Mr. Deepak Mundra and Mr. Phanindranath Kakarla, as Non-Executive Director effective from the date of approval of NHB/RBI and whose period of office shall be liable to determination by retirement of directors by rotation, is now being placed before the Members for their approval.

Considering the experience of Ms. Shilpa Gattani, Mr. Deepak Mundra and Mr. Phanindranath Kakarla, the Board recommends the Resolution at Item Nos. 6 - 8 of the accompanying Notice, for the approval of the Members by way of Ordinary Resolution.

None of the Directors (except Ms. Shilpa Gattani, Mr. Deepak Mundra and Mr. Phanindranath Kakarla and/or his relatives), Key Managerial Personnel of the Company and/or any of their relatives are, in any way, concerned or interested, financially or otherwise, in their respective resolutions, as set out at Item Nos. 6-8 of the Notice.

#### **Item No. 9**

The Members of the Company had at the Annual General Meeting held on July 30, 2020, by way of a Special Resolution, authorised the Board of Directors of the Company (which term includes any Committee of the Board to exercise its powers including the powers conferred by the Resolution) to issue Non-Convertible Debentures ("Debentures") on a private placement basis up to an amount not exceeding Rs. 3,500 Crores (Rupees three thousand five hundred crores only), in one or more tranches, and the said approval will remain valid during a period of one year from October 1, 2020 to September 30, 2021.

In order to meet the fund requirements, the Company proposes to continue to issue and allot, from time to time, secured/ unsecured/ perpetual/ Tier-II subordinated NCDs on a Private Placement Basis, in one or more tranches, to the eligible investors in accordance with the provisions of Sections 42 and 71 and all other applicable provisions, if any, of the Companies Act, 2013 ("the Act") Companies (Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014 ("Rules"), SEBI (Issue and Listing of Debt Securities) Regulations, 2008, relevant provisions of the National Housing Bank (NHB) Directions/ Reserve Bank of India (RBI) Directions, Rules and Regulations, if any, as applicable, up to an amount not exceeding Rs. 3,500 Crores (Rupees Three thousand five hundred crores only). The NCDs may be issued at par or at a premium and may be listed on the Stock Exchange(s), on such other terms and conditions as the Board or the Committee may determine. Towards that, the Company hereby seeks approval of the Members by way of a Special Resolution.

#### **Edelweiss Housing Finance Limited**

Corporate Identity Number: U65922MH2008PLC182906

Registered Office: Edelweiss House, Off. C.S.T Road, Kalina, Mumbai-400098, Maharashtra ☎ +91 22 40094400 Fax: +91 22 4019 4925

Website: [www.edelweisshousingfin.com](http://www.edelweisshousingfin.com) email id: [homeservice@edelweissfin.com](mailto:homeservice@edelweissfin.com)

The disclosures as required under Section 42 of the Companies Act, 2013 as amended from time to time (the Act) and Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 as amended from time to time (the Rules) are as under:

**a) Particulars of offer including date of passing the Board Resolution:**

Resolution for issue of NCDs on a Private Placement Basis for a value not exceeding Rs. 3,500 Crores, in one or more tranches, had been passed by the Board in its meeting held on June 4, 2021. The Board shall determine specific terms and conditions of the offer at the time of issuance of respective series/ tranche of NCDs.

**b) Kind of Securities offered and the price at which security is being offered:**

Secured/ unsecured/ perpetual/ listed and/or unlisted Non-Convertible Debentures. Issue Price of Non-Convertible Debentures (NCDs) shall be determined at the time of issue of respective series/ tranche of NCDs and each tranche may be issued at par or premium or discount depending upon the market scenario and various other factors impacting the price of non-convertible debentures in general. The Directors recommend the resolution at item no. 9 of the accompanying Notice, for the approval of the Members by way of Special resolution.

**c) Basis or justification for the price (including premium, if any) at which the offer or invitation is being made:**

Not Applicable.

**d) Name and address of valuer who performed valuation:**

Not Applicable

**e) Amount which the company intends to raise by way of such securities:**

Amount aggregating upto Rs. 3,500 Crores (Rupees three thousand five hundred Crores only) in one or more tranches.

**f) Material terms of raising such securities, proposed time schedule, purpose or objects of offer, contribution being made by the promoters or Director either as part of offer or separately in furtherance of objects; principal terms of assets charged as securities:**

The Board or the Committee which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this Resolution shall determine the terms and conditions of the offer at the time of issuance of respective series/tranche of NCDs.

The Special Resolution set out herein shall remain in force for the period of one year commencing from October 1, 2021 to September 30, 2022.

The Board recommend the Resolution at Item No. 9 of the accompanying Notice, for the approval of the Members by way of Special Resolution.

None of the Directors, Key Managerial personnel of the Company and/or any of their relatives have any particular interest or concern in this item of business except to the extent of the securities, if any, which are/ may be held/ subscribed by them.

**For and on behalf of the Board of Directors  
Edelweiss Housing Finance Limited**

**Riddhi Parekh  
Company Secretary  
Membership No: ACS 20867**

Place: Mumbai

Date of issue: June 15, 2021

**Registered Office:**

Edelweiss House, Off. C.S.T. Road Kalina, Mumbai - 400 098

CIN: U65922MH2008PLC182906

Details of Directors seeking appointment at this Annual General Meeting of the Company pursuant to Secretarial Standard on General Meetings (SS-2) are provided below and forms part of the Explanatory Statement:

Particulars	Mr. Biswamohan Mahapatra	Mr. Deepak Mittal
<b>Age</b>	66 years	48 years
<b>Date of first appointment</b>	October 29, 2020	October 14, 2019
<b>Experience in functional area</b>	<p>Mr. Biswamohan Mahapatra career spans over three decades. He retired as Executive Director of Reserve Bank of India (RBI) in August 2014. At RBI, he was in charge of banking regulation, policy, and supervision. Post retirement, he has been an Advisor to RBI on the new bank licensing process. He has represented RBI at various national and international forums and chaired several RBI committees. He was also the Member-Secretary to the Committee set up to introduce a financial holding company structure in India and was also involved in the formulation of Basel II and Basel III regulations. He also serves as an Independent Director on the Boards of various companies.</p>	<p>Mr. Deepak Mittal has more than two decades of experience in financial services. He heads the Credit business of the Group. He is presently the MD &amp; CEO of ECL Finance Limited. He has played several key roles at Edelweiss, one of the most recent being the CEO of Edelweiss Tokio Life Insurance, a joint venture between the Edelweiss and Tokio Marine Holdings of Japan. Started in 2011, Edelweiss Tokio is acknowledged as an innovative customer centric insurer and has been one of the fastest growing Insurance companies in India. Prior to leading the Life Insurance business, Mr. Mittal helped scale up the Capital Markets business at Edelweiss Financial Services Limited (EFSL). He subsequently became the Chief Financial Officer of EFSL, where he helped steer the firm through a successful Initial Public Offering in 2007. Mr. Mittal also led the Group's new strategic initiatives and played a key role in the expansion of various Group businesses, including the acquisition and integration of Anagram stock broking.</p>
<b>Qualifications</b>	<p>Master of Science in Management (MSM) degree from the Arthur D. Little Management Education Institute, Cambridge, USA and an MBA from University of Delhi.</p>	<p>Chemical Engineer from IIT-BHU and an MBA from the IIM Ahmedabad.</p>
<b>Terms and conditions of Appointment/ Re-appointment</b>	<p>Appointed as an Independent Director till the conclusion of the Annual General Meeting of the</p>	<p>Appointed as an Additional Non-Executive Director, with effect from October 14, 2019. In the AGM held on</p>

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	Company to be held in the year 2025.	July 30, 2020, he was appointed as a director liable to retire by rotation.
<b>Remuneration to be paid and Remuneration last drawn</b>	Rs. 0.10 million as sitting fees	N.A.
<b>No. of Board Meetings attended during the year</b>	2	4
<b>Relationship with other Directors and Key Managerial Personnel</b>	None	None
<b>No of shares held in the Company</b>	Nil	1 equity share of Rs. 10/- each as nominee of Edelweiss Financial Services Limited.
<b>Directorship in other companies</b>	<ol style="list-style-type: none"> <li>1. Edelweiss Financial Services Limited</li> <li>2. HDFC Credila Financial Services Limited</li> <li>3. ECL Finance Limited</li> <li>4. National Payments Corporation of India</li> <li>5. Edelweiss Housing Finance Limited</li> <li>6. NPCI International Payments Limited</li> <li>7. NPCI Bharat Billpay Limited</li> </ol>	<ol style="list-style-type: none"> <li>1. ECL Finance Limited</li> <li>2. Edelgive Foundation</li> <li>3. Edelweiss Tokio Life Insurance Company Limited</li> </ol>
<b>Membership/ Chairmanship of Companies Act Committees of other public limited companies.</b>	<p><b>ECL Finance Limited</b> Member of:</p> <ol style="list-style-type: none"> <li>1. Audit Committee</li> <li>2. Risk Management Committee</li> <li>3. Nomination and Remuneration Committee</li> </ol> <p><b>Edelweiss Financial Services Limited</b> Member of Audit Committee</p> <p><b>National Payments Corporation of India</b> Member of:</p> <ol style="list-style-type: none"> <li>1. Audit Committee</li> <li>2. Nomination and Remuneration Committee</li> </ol> <p><b>HDFC Credila Financial Services Limited</b> 1. Member of Nomination and Remuneration Committee</p>	<p><b>ECL Finance Limited</b> Member of:</p> <ol style="list-style-type: none"> <li>1. Audit Committee</li> <li>2. Corporate Social Responsibility Committee</li> <li>3. Stakeholders Relationship Committee</li> </ol>

	2. Chairman of Audit Committee	
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Particulars	Mr. Rajat Avasthi	Ms. Shilpa Gattani
<b>Age</b>	47 years	42 years
<b>Date of first appointment</b>	September 23, 2020	September 23, 2020
<b>Experience in functional area</b>	Mr. Rajat Avasthi is a MBA from University Business School, Chandigarh and holds graduation degree in Bsc. from University of Punjab. Mr. Rajat Avasthi has over 24 years of experience across various industries. He started his career with Asian Paints, where he worked for 18 years with roles in Sales and Corporate Marketing. In his last assignment at Asian Paints he was involved in building a market entry strategy, and investment proposal, for Asian Paints' entry into Indonesia. Prior to joining Edelweiss, he was associated with Vodafone as the CEO of their business in Punjab, Himachal Pradesh and Jammu & Kashmir.	Ms. Shilpa Gattani has over 16 years of professional work experience. She has been with Edelweiss since 2005 and is instrumental in starting the fixed income desk at Edelweiss. She has been leading this department since the last 6 years and has institutionalized the business to greater heights. Before being the head of Treasury Management business she was Head of Resources at Edelweiss Group wherein she was responsible for fund raising in the money market and Asset Liability Management. Over the period of last 10 years, she has built strong relationships with fund houses, banks and other financial institutions. Prior to this, Shilpa was company secretary for the Edelweiss Group and responsible for governance and secretarial functions.
<b>Qualifications</b>	MBA from University Business School, Panjab University, Chandigarh & have a Graduation degree in BSc from DAV College, Chandigarh	Member of Institute of Company Secretaries of India and has done her Masters in Business Administration.
<b>Terms and conditions of Appointment/ Re-appointment</b>	Liable to retire by rotation. Remuneration mentioned in the Notice and Explanatory Statement.	Liable to retire by rotation
<b>Remuneration to be paid and Remuneration last drawn</b>	Remuneration mentioned in the Notice and Explanatory Statement.	N.A.
<b>No. of Board Meetings attended during the year</b>	2	2

<b>Relationship with other Directors and Key Managerial Personnel</b>	None	None
<b>No of shares held in the Company</b>	Nil	Nil
<b>Directorship in other companies</b>	Nil	Edelweiss Retail Finance Limited
<b>Membership/ Chairmanship of Companies Act Committees of other public limited companies.</b>	N.A.	<b>Edelweiss Retail Finance Limited</b> Member of: 1. Audit Committee 2. Corporate Social Responsibility Committee 3. Stakeholders Relationship Committee 4. Nomination and Remuneration Committee
<b>Particulars</b>	<b>Mr. Deepak Mundra</b>	<b>Mr. Phanindranath Kakarla</b>
<b>Age</b>	48 years	54 years
<b>Date of first appointment</b>	March 2, 2021	March 2, 2021
<b>Experience in functional area</b>	Mr. Mundra is presently working as Head Resource Mobilization for Edelweiss Group. Managing treasury size of around 25,000 crores and also manages sell down of retail pool of assets. He has been a part of Edelweiss Group since March 2011. Before joining Edelweiss, he has spent over a decade with Aditya Birla Group, prior to which he was working with Raymond Limited and Jain Irrigation. He has extensive experience of more than two decades in the fields like Corporate Finance, Treasury, Management Accounting, Taxation, Accounting etc. and has worked across various industries including Financial	Mr. Kakarla has spent close to two decades in the financial services industry with comprehensive experience in Banking - Credit Risk, Distressed Debt Recovery, Finance, Operations and Relationship Management in Wholesale Lending, Corporate & Transaction Banking and Asset Management. He also has expertise in driving organizational transformation (across people, process and technology) and building and leading high performance finance / operations teams across various geographies. His past experience covers a gamut of leading banks like HSBC, JPMorganChase, Deutsche Bank & ING. He has been with the Edelweiss Group for over 5 years wherein he has done various roles including Head of Centralised Services Group and Head of Group HR. He is currently the COO of ECL Finance Limited.

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	Services, Agriculture, Textiles and Cement.	
<b>Qualifications</b>	Chartered Accountant	IIM Calcutta and IIT Mumbai alumni.
<b>Terms and conditions of Appointment/ Re-appointment</b>	Liable to retire by rotation	Liable to retire by rotation
<b>Remuneration to be paid and Remuneration last drawn from the Company</b>	NA	NA
<b>No. of Board Meetings attended during the year</b>	N.A.	N.A.
<b>Relationship with other Directors and Key Managerial Personnel</b>	None	None
<b>No of shares held in the Company</b>	Nil	Nil
<b>Directorship in other companies</b>	1. Edelweiss Retail Finance Limited 2. Edel Investments Limited	Edelweiss Retail Finance Limited
<b>Membership/ Chairmanship of Companies Act Committees of other public limited companies.</b>	<b>Edel Investments Limited</b> Member of Corporate Social Responsibility Committee	<b>Edelweiss Retail Finance Limited</b> Member of: Stakeholder Relationship Committee

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**ATTENDANCE SLIP**

(To be handed over at the entrance of the meeting hall)

Full name of the Member attending (in block letters): \_\_\_\_\_

Name of the Proxy: \_\_\_\_\_

(To be filled in, if the proxy form has been duly deposited with the Company)

I hereby record my presence at the 13<sup>th</sup> Annual General Meeting of the Company to be held on Thursday, June 17, 2021 at 5.00 pm at Registered Office of the Company at Edelweiss House, Off C.S.T. Road, Kalina, Mumbai - 400 098, India.

No. of Shares held : \_\_\_\_\_

DP ID/Client ID No. : \_\_\_\_\_

Regd. Folio No. : \_\_\_\_\_

Member's/Proxy's Signature : \_\_\_\_\_

- Only Member/Proxy holder can attend the Meeting.
- Member/Proxy holder should bring his/her copy of the Notice and/or Annual Report for reference at the Meeting.

Signed this \_\_\_\_\_ day of \_\_\_\_\_, 2021

### PROXY FORM

[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 Members(s): \_\_\_\_\_  
 Registered address: \_\_\_\_\_  
 E-mail Id: \_\_\_\_\_

Folio No. / Client ID No.: \_\_\_\_\_ DP ID No. \_\_\_\_\_

I/ We, being the member(s) holding \_\_\_\_\_ Equity Shares of the above named Company hereby appoint:

1. Name: \_\_\_\_\_ Email Id: \_\_\_\_\_  
 Address: \_\_\_\_\_  
 Signature: \_\_\_\_\_ or failing him/her

2. Name: \_\_\_\_\_ Email Id: \_\_\_\_\_  
 Address: \_\_\_\_\_  
 Signature: \_\_\_\_\_ or failing him/her

3. Name: \_\_\_\_\_ Email Id: \_\_\_\_\_  
 Address: \_\_\_\_\_  
 Signature: \_\_\_\_\_

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 13<sup>th</sup> Annual General Meeting of the Company to be held on Thursday, June 17, 2021 at 5.00 p.m. at Registered office of the Company at Edelweiss House, Off C.S.T. Road, Kalina, Mumbai - 400 098, India and at any adjournment thereof in respect of such resolution as indicated below:

Sr. No.	Particulars of Motion
1.	Adoption of the audited Financial Statements of the Company for the financial year ended March 31, 2021, together with the Reports of the Board and the Auditors thereon
2.	Appointment of Director in place of Mr. Deepak Mittal, who retires by rotation and, being eligible, offers himself for re-appointment.
3.	Appointment of Mr. Biswamohan Mahapatra as an Independent Director
4.	Appointment of Mr. Rajat Avasthi as a Director
5.	Appointment of Mr. Rajat Avasthi as Managing Director & CEO
6.	Appointment of Ms. Shilpa Gattani as a Non-Executive Director, liable to retire by rotation
7.	Appointment of Mr. Deepak Mundra as a Non-Executive Director, liable to retire by rotation
8.	Appointment of Mr. Phanindranath Kakarla as a Non-Executive Director, liable to retire by rotation

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9.	Issue of Non-Convertible Debentures
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Signed this \_\_\_\_ day of \_\_\_\_\_ 2021  
Signature of shareholder \_\_\_\_\_  
Signature of Proxy holder(s) \_\_\_\_\_

Affix Revenue Stamp
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Note:

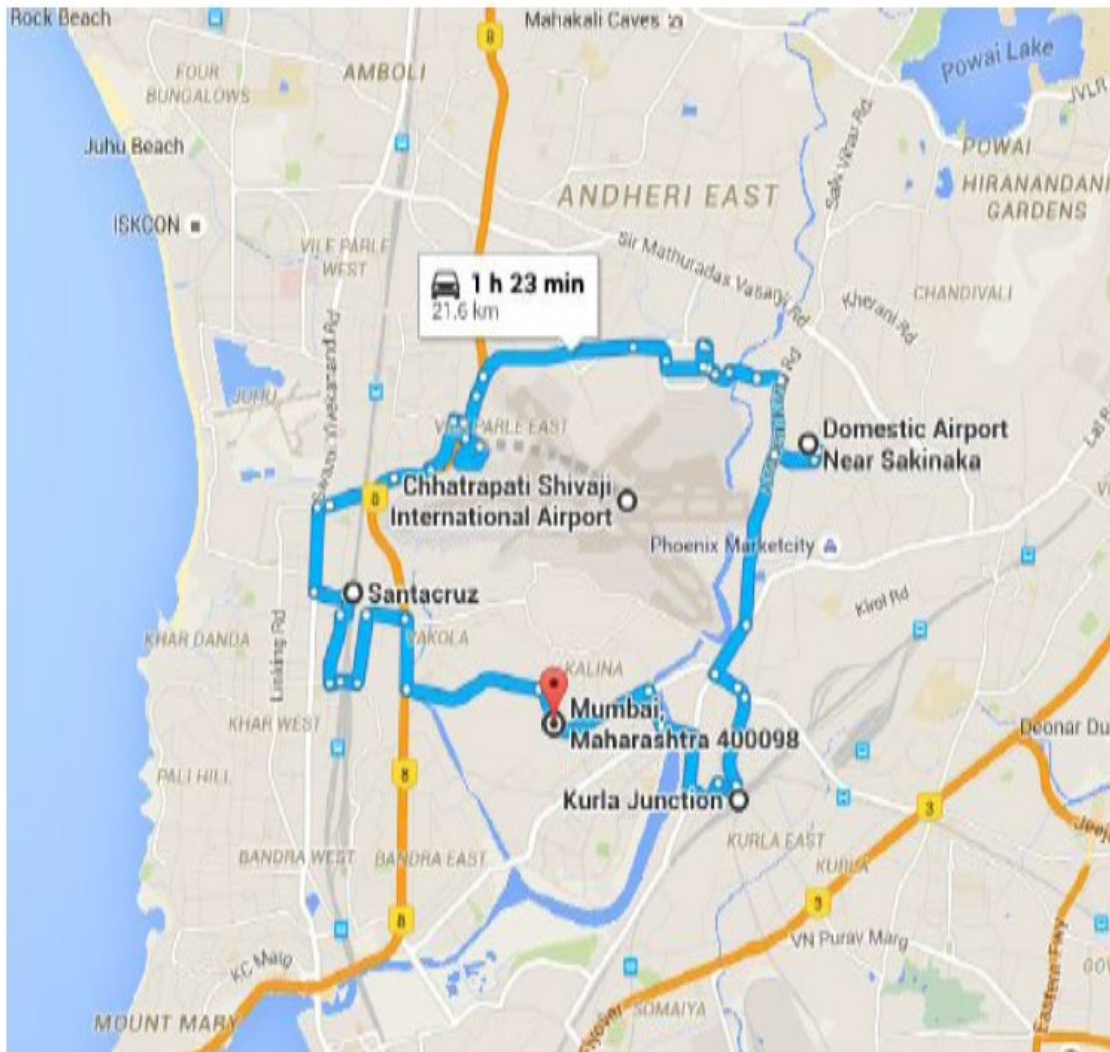
1. This Form in order to be effective should be duly completed and deposited at the Registered Office of the Company at Edelweiss House, Off C.S.T. Road, Kalina, Mumbai - 400 098, India, not less than 48 hours before the commencement of the Meeting.
2. A member entitled to attend and vote is entitled to appoint proxy to attend and vote instead of himself

## ROAD MAP FOR THE VENUE OF THE GENERAL MEETING OF EDELWEISS HOUSING FINANCE LIMITED

AGM Venue - Edelweiss House, Off. C.S.T Road, Kalina, Mumbai- 400 098

Prominent Landmark: University of Mumbai, Kalina.

### Route map for the venue of the meeting



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