

NOTICE FOR CONVENING EXTRA-ORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT 01/2024-25 EXTRA-ORDINARY GENERAL MEETING OF THE MEMBERS OF INDIA SHELTER FINANCE CORPORATION LIMITED TO BE HELD ON FRIDAY, AT 11:00 A.M. APRIL 19, 2024, THROUGH VIDEO CONFERENCING (VC) OR OTHER AUDIO-VISUAL MEANS (OAVM) TO TRANSACT THE FOLLOWING BUSINESS:

SPECIAL BUSINESS:

- To consider and if thought fit to pass the resolution as a special resolution to consider and approve continuation of Mr. Shailesh J Mehta (DIN: 01633893) as Non-executive Non-Independent Director:**

“RESOLVED THAT pursuant to Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 and Section 152 of the Companies Act, 2013 and Rules made thereunder and other applicable provisions of the Companies Act, 2013 read with Rules made thereunder (including any amendments thereto or re-enactment thereof, for the time being in force) (hereinafter collectively referred to as the “Applicable Laws”), and based on the recommendation of the members of Nomination and Remuneration Committee and Board of the Company, approval of the members of the company, be and is hereby accorded for continuation of directorship of Mr. Shailesh J Mehta (DIN: 01633893) as Non-executive Non-Independent Director of the Company, liable to retire by rotation, beyond the age of 75 years with effect from April 22, 2024.

RESOLVED FURTHER THAT Mr. Rupinder Singh (MD & CEO), Mr. Ashish Gupta (CFO) and Ms. Mukti Chaplot (Company Secretary and Chief Compliance Officer) be and are hereby severally authorized to do all the acts, deeds and things which are necessary for the continuation of directorship of Mr. Shailesh J Mehta as Non- Executive Non-Independent Director of the Company beyond the age of 75 years, including filing of the necessary forms with the Registrar of Companies, Delhi and Haryana at New Delhi.

RESOLVED FURTHER THAT certified copies of this resolution be provided to those concerned under the hands of a director and/or Company Secretary wherever required.”

**By Order of the Board
For India Shelter Finance Corporation Limited**

**Sd/-
Mukti Chaplot
Company Secretary and Chief Compliance Officer
Membership No:38326
Date: March 27, 2024
Place: Gurugram**

India Shelter Finance Corporation Limited

Registered office – 6th Floor, Plot No 15, Institutional Area, Sector 44, Gurgaon, Haryana-122002
CIN: L65922HR1998PLC042782, Phone No +91-124-4131807
E-mail: customer.care@indiashelter.in, Website: www.indiashelter.in

Notes:

1. The EGM of the Company is being conducted through VC in compliance with General Circular No. 10/2022 dated December 28, 2022 read with General Circular Nos. 14/2020, 17/2020, 20/2020, issued by Ministry of Corporate Affairs and Circular dated January 5, 2023 read with Circulars dated May 12, 2020, January 15, 2021, May 13, 2022 issued by the Securities and Exchange Board of India (collectively referred to as “Circulars”), which details the procedure and manner of holding EGM through VC and provide certain relaxations from compliance with Listing obligations. The registered office of the Company at Gurugram shall be deemed to be the venue for the EGM. Since the EGM will be held through VC, the Route Map is not annexed in this Notice.
2. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 (“the Act”) relating to the special business to be transacted at the Extra-ordinary General Meeting (“EGM”/ “Meeting”) is annexed hereto.
3. M/s. KFin Technologies Limited (“KFinTech”), Registrar & Transfer Agent of the Company (“RTA”), shall be providing facility for e-voting and attending the EGM through video conferencing. Members of the Company under the category of Institutional Investors are encouraged to attend and vote at the EGM through VC.
4. In compliance with the applicable MCA Circulars and SEBI Circulars, the Notice of the EGM is being sent only through electronic mode (by e-mail) to those members whose e-mail ids are registered with the Company/ Depositories and will also be available on the Company’s website at <https://www.indiashelter.in/> websites of the Stock Exchanges, i.e. BSE Limited and the National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of KFinTech at <https://evoting.kfintech.com>.
5. Since this EGM is being held through VC/OAVM pursuant to the MCA Circulars read with Securities and Exchange Board of India (“SEBI”) Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxy by the members under Section 105 of the Act will not be available for the EGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
6. In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and Regulation 44 of the LODR Regulations, the Company has extended e-voting facility for its members to enable them to cast their votes electronically on the resolutions set forth in this Notice. The period of remote e-voting before the EGM commences on Tuesday, April 16, 2024 (9:00 a.m. IST) and ends on Thursday, April 18, 2024 (5:00 p.m. IST). The voting rights of the Shareholders shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date, i.e., Friday, April 12, 2024.

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7. The Company has appointed Mr. Jitender Singh (Membership No. A33610, COP No. 26612), Company Secretaries to act as the Scrutiniser to scrutinise the e-voting process in a fair and transparent manner and Mr. Jitender Singh has communicated his willingness to be appointed and be available for the purpose.
8. The Scrutiniser shall, immediately after the conclusion of the e-voting at the EGM, first count the votes cast through e-voting during the meeting and thereafter unblock the votes cast through remote e-voting before the EGM in presence of at least two witnesses who are not in the employment of the Company, and make a consolidated Scrutiniser's Report of the total votes cast in favour or against, if any, and submit the same to the Chairperson or a person authorised by him in writing who shall countersign the same.
9. Members attending the EGM through VC shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
10. In line with the applicable circulars at least 1000 members will be able to join the EGM on a first come-first-served basis. However, the large shareholders (i.e. shareholders holding 2% or more shares), Promoters, Institutional Investors, Directors, Key Managerial Personnel, Chairpersons of the Audit Committee, Nomination & Remuneration Committee and Stakeholders' Relationship Committee, Auditors, etc. can attend the EGM without any restriction on account of first-come-first served principle.
11. Members seeking or requiring any clarification or information in respect of any matter to be placed at the EGM may send their requests to the Company by Thursday, April 18, 2024 5:00 P.M. (IST) at mukti.chaplot@indiashelter.in.
12. In case of joint holders, the member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.
13. SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated March 16, 2023 has made it mandatory for shareholders holding shares in physical form to furnish PAN, KYC (i.e., postal address with pin code, email ids, mobile number, bank account details, specimen signature, Demat account details) and their nominee details to the RTA of the Company. Further, relevant forms to update the above-mentioned information are available on the Company's website at <https://www.indiashelter.in/investor-relations>
14. SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the Listed Companies to issue securities in demat form only while processing service requests viz. Issue of duplicate securities certificate; claim from Unclaimed Suspense Account; Renewal/ Exchange of securities certificate; Endorsement; Sub-division/ Splitting of securities certificate; Consolidation of securities certificates/ folios; Transmission and Transposition. Accordingly, Shareholders are requested to make service requests by submitting a duly filled and signed Form ISR-4.

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15. As per the provisions of Section 72 of the Act, the facility for making the nomination is available for the members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. Members are requested to submit the said form to their Depository Participant (DP) in case the shares are held in electronic form and to KFinTech in case the shares are held in physical form.
16. Members may please note that SEBI has made PAN the sole identification number for all participants transacting in the securities market, irrespective of the amount of such transactions. Members may please note that SEBI has also made it mandatory for submission of PAN in the following cases: (i) Deletion of name of the deceased shareholder(s) (ii) Transmission of shares to the legal heir(s) and (iii) Transposition of shares. Members holding shares in electronic form are, therefore, requested to submit their PAN to their depository participant(s). Members holding shares in physical form are required to submit their PAN details to the RTA.
17. Institutional/Corporate Shareholders (i.e. other than individuals/HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorisation etc. authorising its representative to attend the EGM through VC on its behalf and to vote either through remote e-voting or during EGM together with attested specimen signature(s) of the duly authorised representative(s). The said Resolution/Authorization shall be sent electronically through registered email ids to the Company at mukti.chaplot@indiashelter.in with a copy marked to evoting@kfintech.com and the Scrutiniser at jitender@hja.co.in
18. All documents referred to in the Notice will also be available electronically for inspection without any fee by the members from the date of circulation of this Notice up to the date of EGM. Members seeking to inspect such documents can send an email to mukti.chaplot@indiashelter.in

INSTRUCTIONS FOR E-VOTING AND JOINING THE EGM ARE AS FOLLOWS:

A. VOTING THROUGH ELECTRONIC MEANS:

- a) Pursuant to the provisions of Section 108 and other applicable provisions, if any, of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and sub-regulation (1) & (2) of Regulation 44 of the SEBI Listing Regulations and applicable Circulars, the Company is offering the facility of remote e-voting to its members. The facility of casting votes by a member using an electronic voting system from a place other than venue of the EGM ("remote e-voting") as well as voting at the EGM through VC ("e-voting at the EGM") will be provided by Company's Registrar and Transfer Agent i.e. M/s KFin Technologies Limited. The instructions for remote e-voting and facility for those members participating in the EGM to cast vote through e-voting system during the EGM are given in the Notice.
- b.) The remote e-voting period commences on Tuesday, April 16, 2024 (9:00 a.m. IST) and ends on Thursday, April 18, 2024 (5:00 p.m. IST). During this period, members holding shares either in

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physical form or in demat form, as on Friday, April 12, 2024 (i.e. “Cut-off” Date), may cast their vote electronically.

- c) The remote e-voting module shall be disabled by KFintech for voting thereafter. Those members who will be present in the EGM through VC facility and have not cast their vote on the resolution through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system during the EGM. A person who is not a member as on the cut-off date should treat this Notice for information purposes only. The voting rights of members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date.
- d) The members who have cast their vote by remote e-voting prior to the EGM may also attend/participate in the EGM through VC but shall not be entitled to cast their vote again.
- e) In terms of provisions of Section 107 of the Companies Act, 2013, since the Company is providing the facility of remote e-voting to the members, there shall be no voting by show of hands at the EGM. The Company is also offering a facility for voting by way of “Insta Poll” at the EGM for the members attending the meeting who have not cast their vote by remote e-voting. If a member cast votes by both modes i.e. remote e-voting and Insta Poll at the EGM, then voting done through remote e-voting shall prevail and Insta Poll shall be treated as invalid.

B. THE DETAILS OF THE PROCESS AND MANNER FOR REMOTE E-VOTING ARE EXPLAINED HEREIN BELOW - APPLICABLE FOR NON-INDIVIDUAL SHAREHOLDERS HOLDING SECURITIES IN DEMAT MODE AND SHAREHOLDERS HOLDING SECURITIES IN PHYSICAL MODE:

- (i) Please access the RTA’s e-voting platform at the URL: <https://evoting.kfintech.com>.
- (ii) Members whose email ids are registered with the Company/ Depository Participants (s), will receive an email from KFintech which will include details of e-voting Event Number (EVEN) i.e.7941, USER ID and password. Members are requested to use these credentials at the Remote Voting Login at the abovementioned URL.
- (iii) Alternatively, if the member is already registered with RTA’s e-voting platform, then he can use their existing User ID and password for casting the vote through remote e-voting. If they have forgotten the password, then they may click “forgot password” and enter Folio No. or DP ID Client ID and PAN to generate a password.
- (iv) Members can also use SMS service to get the credentials if their mobile number is registered against Folio No. / DP ID Client ID, by sending SMS: MYEPWD <space> EVEN No+ Folio No. (in case of physical shareholders) or MYEPWD <space> DP ID Client ID (in case of shares held in DEMAT form) to 9212993399.

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Example for NSDL	MYEPWD <SPACE> IN12345612345678
Example for CDSL	MYEPWD <SPACE> 1402345612345678
Example for Physical	MYEPWD <SPACE> 6614HMT12345678

- (v) Enter the login credentials (i.e. User ID and password). In case of physical folio, User ID will be EVEN (E-voting Event Number) 7941 followed by folio number. In case of Demat account, User ID will be your
- (vi) DP ID and Client ID. However, if you are already registered with KFinTech for e-voting, you can use your existing User ID and password for casting your vote.
- (vii) After entering these details appropriately, click on “LOGIN”.
- (viii) You will now reach the password change menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,\$, etc.). The system will prompt you to change your password and update your contact details like mobile number, email ids etc., on first login. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.
- (ix) You need to login again with the new credentials.
- (x) On successful login, the system will prompt you to select the “EVENT” i.e., India Shelter Finance Corporation Limited- 7941.
- (xi) On the voting page, enter the number of shares (which represents the number of votes) as on the Cut Off Date under “FOR/AGAINST” or alternatively, you may partially enter any number “FOR” and partially “AGAINST” but the total number in “FOR/AGAINST” taken together shall not exceed your total shareholding as mentioned herein above. You may also choose the option ABSTAIN. If the member does not indicate either “FOR” or “AGAINST”, it will be treated as “ABSTAIN” and the shares held will not be counted under either head.
- (xii) Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/demat account.

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- (xiii) You may then cast your vote by selecting an appropriate option and click on “Submit”.
- (xiv) A confirmation box will be displayed. Click “OK” to confirm else “CANCEL” to modify. Once you have voted on the resolution(s), you will not be allowed to modify your vote. During the voting period, members can login any number of times till they confirm the voting on all the resolutions by clicking “SUBMIT”.

C. THE INSTRUCTIONS FOR REMOTE E-VOTING ARE AS UNDER FOR INDIVIDUAL SHAREHOLDERS HOLDING SHARES IN DEMAT MODE:

As per the SEBI circular dated December 9, 2020 on e-voting facility provided by Listed Companies, Individual shareholders holding securities in Demat mode are allowed to vote through their demat account maintained with their respective Depositories and Depository Participants as detailed below. Shareholders are advised to update their mobile number and email ids in their demat accounts in order to access e-voting facility.

Option 1 – Login through Depositories

NSDL	CDSL
<p>Members who have already registered and opted for IDeAS facility to follow below steps:</p> <p>Go to URL: https://eservices.nsdl.com</p> <p>Click on the “Beneficial Owner” icon under ‘IDeAS’ section.</p> <p>On the new page, enter the existing User ID and Password. Post successful authentication, click on “Access to e-voting”</p> <p>Click on the Company name or e-voting service provider and you will be re-directed to e-voting service provider website (i.e. KFintech) for casting the vote during the remote e-voting period.</p>	<p>Members who have already registered and opted for Easi / Easiest to follow below steps:</p> <p>Go to URL: https://web.cdslindia.com/myeasitoken/home/login; or URL: www.cdslindia.com and then go to Login and select New System Myeasi.</p> <p>Login with user id and password.</p> <p>The option will be made available to reach e-voting page without any further authentication.</p> <p>Click on Company name or e-voting service provider name to cast your vote during the remote e-voting period.</p>
<p>User not registered for IDeAS e-Services</p>	<p>User not registered for Easi/Easiest</p>

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<p>To register click on link: https://eservices.nsdl.com (Select “Register Online for IDeAS”); or https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp Proceed with completing the required fields.</p>	<p>Option to register is available at: https://web.cdslindia.com/myeasitoken/home/login Proceed with completing the required fields</p>
<p>First-time users can visit the e-voting website directly and follow the process below:</p> <p>Go to URL: https://www.evoting.nsdl.com/</p> <p>Click on the icon “Login” which is available under ‘Shareholder/Member’ section.</p> <p>Enter User ID (i.e. 16-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen.</p> <p>Post successful authentication, you will be redirected to NSDL Depository site wherein you can see evoting page.</p> <p>Click on the Company name or e-voting service provider name and you will be redirected to e-voting service provider website (i.e. KFintech) for casting your vote during the remote e-voting period.</p> <p>Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for a seamless voting experience</p>	<p>First-time users can visit the e-voting website directly and follow the process below:</p> <p>Go to URL: www.cdslindia.com</p> <p>Click on the icon “E-voting”</p> <p>Provide demat Account Number and PAN No.</p> <p>System will authenticate user by sending OTP on registered Mobile & Email ID as recorded in the demat Account.</p> <p>After successful authentication, the user will be provided links for the respective ESP where the evoting is in progress.</p> <p>Click on the Company name and you will be redirected to e-voting service provider</p>

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NSDL Mobile App is available on



website (i.e. KFinTech) for casting your vote during the remote e-voting period.

Option 2 - Login through Depository Participants

You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-voting facility. Once logged in, you will be able to see e-voting option. Click on e-voting option and you will be redirected to NSDL/CDSL Depository site after successful authentication. Click on the Company name or e-voting service provider name and you will be redirected to e-voting service provider website of KFinTech for casting your vote during the remote e-voting period.

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Important note:

Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at the abovementioned website. For any technical issues, members may contact as below:

NSDL	CDSL
NSDL helpdesk by email to: evoting@nsdl.co.in or call at toll-free no.: 1800 1020 990 or 1800 22 44 30	CDSL helpdesk by email to: helpdesk.evoting@cdslindia.com or call at 022- 23058738, 23058542-43

- I. Voting at the EGM: Those members who are present in the meeting through VC / OAVM and have not cast their vote on resolution through remote e-voting, can vote through e-voting at the meeting. Members who have already cast their votes by remote e-voting are eligible to attend the meeting. However, those members are not entitled to cast their vote again at the meeting.
- II. A member can opt for only single mode of voting i.e., through remote e-voting or voting at the EGM. If a member cast votes by both modes i.e., voting at the EGM and remote e-voting, voting done through remote e-voting shall prevail and vote at the EGM shall be treated as invalid.

Other Instructions:

- a. Members holding shares either in physical form or in dematerialised form, as on the close of business hours on **Friday, April 12, 2024**, being the cut-off date, are entitled to vote on the resolutions set forth in this Notice. The voting rights of members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date. Any person who is not a member as on the cut-off date should treat this Notice for information purposes only.
- b. Any person, who acquires shares of the Company and becomes member of the Company after dispatch of the Notice and holding shares as of the cut-off date, i.e. **Friday, April 12, 2024** may obtain the login ID and password in the manner as mentioned below:
- i. If the mobile number of the member is registered against Folio No./ DP ID Client ID, the member may send SMS: MYEPWD <space> E-voting Event Number + Folio No. or DP ID Client ID to 9212993399
- Example for NSDL:
MYEPWD <SPACE> IN12345612345678
 - Example for CDSL:
MYEPWD <SPACE> 1402345612345678
 - Example for Physical:

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MYEPWD <SPACE> XXXX1234567890
(7941 being E-voting Event Number)

- ii. If e-mail address or mobile number of the member is registered against Folio No. / DP ID Client ID, then on the home page of <https://evoting.kfintech.com/>, the member may click “Forgot Password” and enter Folio No. or DP ID Client ID and PAN to generate a password.
 - iii. In case of any queries, you may refer Help & FAQ section of <https://evoting.kfintech.com> or call KFintech on Toll-Free No. 1-800-309-4001.
 - iv. Member may send an e-mail request to einward.ris@kfintech.com. However, KFintech shall endeavour to send User ID and Password to those new members whose e-mail IDs are available.
- c. The Board of Directors has appointed Mr. Jitender Singh (Membership No. A33610 , COP No. 26612) as a Scrutiniser to scrutinise the e-voting process in a fair and transparent manner.
- d. **Speaker Registration before EGM:** Members who wish to speak during the meeting may register themselves as speakers for the EGM to express their views, during the period starting from Wednesday, April 17, 2024 (9:00 a.m. IST) to Thursday, April 18, 2024 (5:00 p.m. IST). For registration, please visit <https://emeetings.kfintech.com> and login through the user id and password provided in the mail received from KFintech. On successful login, select “Speaker Registration” and mention your e-mail id, mobile number, and city. The Company reserves the right to restrict the number of speakers at the EGM depending on the availability of time for the EGM. Those members who have registered themselves as speakers will only be allowed to express their views/ask questions during the EGM. Please note that questions of only those members will be entertained/considered who are holding shares of Company as on the cut-off date i.e., **Friday, April 12, 2024**. Those members who have registered themselves as a speaker will be allowed to express their views/ask questions during the EGM and the maximum time per speaker will be restricted to 3 minutes.
- e. Due to limitation of transmission and co-ordination during the EGM, the Company may have to dispense with or curtail the speaker session & dispense with the speaker registration during the EGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the EGM.
- f. Facility of joining the EGM through VC shall be open fifteen (15) minutes before the time scheduled for the EGM and will be available for members on first-come-first-served-basis and the Company may close the window for joining the VC facility fifteen (15) minutes after the scheduled time to start the EGM.
- g. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Please note that login to the e-voting website will be disabled upon 3 unsuccessful attempts to key in the correct password. In such an event, you

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will need to go through the 'Forgot User Details/Password' or 'Physical User Reset Password' option available on <https://evoting.kfintech.com> to reset the password.

- h. In case of any query pertaining to e-voting, please visit Help & FAQ's section and e-voting user manual available at the download section of <https://evoting.kfintech.com> ("KFintech website") or contact Mr. Umesh Pandey from KFintech at evoting@kfintech.com or call KFintech's toll free number 1-800309-4001 for any further clarifications.
- i. The Scrutiniser shall, immediately after the conclusion of voting at the EGM, first count the votes cast during the EGM, thereafter unblock the votes cast through remote e-voting and submit, not later than two working days of conclusion of the EGM, a consolidated Scrutiniser's Report of the total votes cast in favour or against, if any, to the Chairperson or any other person authorised by him in writing, who shall countersign and declare the same.
- j. The voting results declared along with the Scrutiniser's Report(s) will be available on the website of the Company i.e. <https://www.indiashelter.in/investor-relations> and on the website of the RTA at <https://evoting.kfintech.com> and will be communicated to the BSE Limited and the National Stock Exchange of India Limited within two working days from the conclusion of the EGM.

INSTRUCTIONS FOR THE MEMBERS FOR ATTENDING THE EGM THROUGH VC/OAVM (EGM) AND E-VOTING DURING THE EGM:

- a. Members may access the platform to attend the EGM through VC at <https://emeetings.kfintech.com/> by clicking on the tab "video conference" and using their e-voting login credentials provided in the email received from the Company / KFintech. After logging in, click on the "Video Conference" tab and select the EVEN of the Company. Click on the video symbol and accept the meeting etiquette to join the meeting. Please note that the members who have not registered their e-mail address or do not have the User ID and Password for e-voting or have forgotten the User ID and Password may retrieve the same by following the remote e-voting instructions mentioned in this Notice.
- b. Facility of joining the EGM through VC/OAVM shall open 15 minutes before the scheduled time for commencement of the EGM and maybe closed after the expiry of 15 minutes after such scheduled time.
- c. The e-voting window shall be activated upon instructions of the Chairperson during the EGM proceedings. Upon the declaration by the Chairperson about the commencement of e-voting at EGM, members shall click on the "Vote" sign on the left-hand bottom corner of their video screen for voting at the EGM, which will take them to the Instapoll page. Members would need to click on the "Instapoll" icon and follow the instructions to vote on the resolutions. Only those shareholders, who are present in the EGM and have not casted their vote on the resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system available during the EGM.

India Shelter Finance Corporation Limited

Registered office – 6th Floor, Plot No 15, Institutional Area, Sector 44, Gurgaon, Haryana-122002

CIN: L65922HR1998PLC042782, Phone No +91-124-4131807

E-mail: customer.care@indiashelter.in, Website: www.indiashelter.in

- d. Members are encouraged to join the meeting through Laptops/Desktops with Google Chrome (preferred browser), Safari, Internet Explorer, Microsoft Edge, Mozilla Firefox 22.
- e. Members will be required to grant access to the webcam to enable VC/OAVM. Further, members 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.
- f. Post your Question: Members, who may want to express their views or post questions with regard to the matter to be placed at the EGM, may do so by visiting <https://emeetings.kfintech.com>. Please login through the user id and password provided in the email received from KFintech. On successful login select “Post Your Question” option to post their queries in the window provided. The window shall remain active from Wednesday, April 17, 2024 (9:00 a.m. IST) to Thursday, April 18, 2024 (5:00 p.m. IST).
- g. Please note that questions of only those members will be entertained/considered who are holding shares of Company as on the cut-off date i.e. April 12, 2024.
- h. A video guide assisting the members attending EGM either as a speaker or participant is available for quick reference at URL: <https://cruat04.kfintech.com/emeetings/video/howitworks.aspx>.
- i. Members who may require any technical assistance or support before or during the EGM are requested to contact KFintech at toll free number 1-800-309-4001 or write to them at inward.ris@kfintech.com.

Summarized information at glance

Particulars	Details
Time and Date of EGM	Friday, April 19, 2024 at 11.00 a.m. (IST)
Venue/Mode	Through video conference at below link: https://emeetings.kfintech.com/
Cut-off date for e-voting	Friday, April 12, 2024
E-voting Start time and date	Tuesday, April 16, 2024 (9:00 a.m. IST)

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E-voting end time and date	Thursday, April 18, 2024 (5:00 p.m. IST)
E-voting website links (Please use as applicable to you)	https://evoting.kfintech.com/ https://eservices.nsdl.com https://web.cdslindia.com/myeasitoken/home/login
E-voting Event Number (EVEN)	7941
Contact details of RTA	Mr. Umesh Pandey, Manager KFin Technologies Limited Selenium Tower B, Plot 31 and 32, Financial District, Nanakramguda, Serilingampally Mandal, Hyderabad – 500 032, Telangana, India Email ids: einward.ris@kfintech.com umesh.pandey@kfintech.com Website: https://www.kfintech.com Toll free number 1-800-309-4001

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO. 01

Mr. Shailesh J Mehta (DIN: 01633893), Non-Executive, Non-Independent Director, was appointed on the Board of the Company on November 03, 2021 in terms of applicable regulations.

The members are being informed that the Securities and Exchange Board of India (SEBI) has amended SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as reproduced below), which requires continuance of any Non-Executive Director who has attained the age of 75 years the consent of shareholders by way of special resolution is required. .

Regulation 17(1A) of SEBI (LODR) Regulations, 2015 states that:

*“No listed entity shall appoint a person or continue the directorship of any person as a non-executive director who has attained the age of **seventy-five** years unless a special resolution is passed to that effect, in which case the explanatory statement annexed to the notice for such motion shall indicate the justification for appointing such a person.”*

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Mr. Shailesh J Mehta (DIN: 01633893), a Non-Executive Non- Independent Director of the Company will attain the age of 75 years on April 22, 2024 (Date of Birth- April 22, 1949). Accordingly, the approval of shareholders of the Company is required for the continuation of his directorship from the day he attains the age of 75 years.

Brief of the Director

Mr. Shailesh J Mehta holds a bachelor's degree in technology (mechanical engineering) from the Indian Institute of Technology Bombay, Mumbai, Maharashtra and a master's degree in science (operation research) and a doctorate of philosophy from Case Western Reserve University, Cleveland, Ohio, USA. He has also been conferred with an honorary doctorate of humane letters by the California State University, Long Beach, California, USA. He is also associated with Granite Hill Capital Partners as a general partner. He has rich and diversified experience in the finance sector.

Presently he is the member of various committees of India Shelter Finance Corporation Limited.

The Board is of the opinion that his continued association with the Company as a Non-Executive Non-Independent Director will be of immense benefit to the Company.

None of the Directors except Mr. Shailesh J Mehta, Key Managerial Personnel of the Company and their relatives are in any way, concerned or interested in this resolution.

The Board recommends the Resolutions set out at Item Nos.1 in this notice, for approval of the Members by way of Special Resolution.

By Order of the Board**For India Shelter Finance Corporation Limited****Sd/-****Mukti Chaplot****Company Secretary & Chief Compliance Officer****Membership No:38326****Date:-March 27, 2024****Place: Gurugram****India Shelter Finance Corporation Limited****Registered office – 6th Floor, Plot No 15, Institutional Area, Sector 44, Gurgaon, Haryana-122002****CIN: L65922HR1998PLC042782, Phone No +91-124-4131807****E-mail: customer.care@indiashelter.in, Website: www.indiashelter.in**