



KIFS HOUSING FINANCE LIMITED

NOTICE IS HEREBY GIVEN THAT THE 17TH EXTRA ORDINARY GENERAL MEETING (EGM) OF THE MEMBERS OF KIFS HOUSING FINANCE LIMITED WILL BE HELD ON TUESDAY, NOVEMBER 28, 2023 AT 10. 00 A.M. AT ITS CORPORATE OFFICE SITUATED AT C - 902, LOTUS CORPORATE PARK, GRAHAM FIRTH COMPOUND, WESTERN EXPRESS HIGHWAY, GOREGAON (EAST), MUMBAI – 400063. AT A SHORTER NOTICE TO TRANSACT THE FOLLOWING SPECIAL BUSINESS.

SPECIAL BUSINESS:

1. To alter the object clause of Memorandum of Association of the Company.

“RESOLVED THAT pursuant to the provisions of Section 13 and other applicable provisions, if any, of Companies Act, 2013, (including any statutory modifications or re-enactment thereof, for the time being in force), and the rules framed there under, consent of the shareholders of the Company be and is hereby accorded to amend the Clause III (A) of Memorandum of Association of the company dealing with the Main Objects by adding the following para no. 3 after the existing para no 2

“3. To solicit and procure Insurance Business as Corporate Agent in respect of all classes of insurance and to undertake such other activities as are incidental or ancillary thereto.”

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, any director of the Company be and is hereby authorised, on behalf of the Company, to do all acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary E-form.

RESOLVED FURTHER THAT the existing clauses of Memorandum of the Association remain the same.

RESOLVED FURTHER THAT draft amended memorandum of association as placed before the meeting and initialized by the chairman, be and is hereby approved and adopted.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, any director of or Chief Financial Officer of the Company be and are hereby severally authorized to take all such steps and actions and give such directions as may be in absolute discretion deemed necessary and to settle any question that may arise in this regard, including filing of necessary forms with Registrar of Companies, Gujarat.”

By Order of the Board of Directors
For KIFS HOUSING FINANCE LIMITED,

Sd/-
VIMAL KHANDWALA
MANAGING DIRECTOR
DIN: 00477768
Date: November 21, 2023
Place: Mumbai

Registered Office: 6th Floor, KIFS Corporate House, Beside Hotel Planet Landmark, Near Ashok Vatika BRTS, ISKON-Ambli Road, Bodakdev, Ambli, Ahmedabad, Gujarat – 380054.
Corporate Office: C-902, Lotus Park, Graham Firth Compound, Western Express Highway, Goregaon (East), Mumbai - 400063, Maharashtra, India.
Ph. No.: +91 22 61796400 **E-mail:** contact@kifshousing.com **Website:** www.kifshousing.com
CIN: U65922GJ2015PLC085079 **RBI COR- DOR-00145**

NOTES:

1. The Explanatory Statement as required under Section 102 of the Companies Act, 2013, relating to the Special Business to be transacted at the meeting is annexed hereto.
2. Members are requested to produce/handover the enclosed attendance slip duly signed as per the specimen signature recorded with the Company for admission to the meeting venue. In all correspondences with the Company, Members are requested to quote their account/folio numbers.
3. A member entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself / herself and the proxy need not be a member of the Company. The instrument appointing the proxy in Form MGT-11 annexed hereto, in order to be effective, should reach the registered office of the Company duly filled, stamped and signed at least 48 hours before the time of commencement of the meeting.
4. A person can act as a proxy on behalf of Members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A Member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other Member. Proxies submitted on behalf of limited companies, societies, etc., must be supported by an appropriate resolution/ authority as applicable. The Proxy-holder shall prove his identity at the time of attending the Meeting.
5. A member desirous of inspecting the proxies received by the Company is requested to forward his/her request in writing at least three days before the commencement of the meeting. The proxy register will be made available for inspection by the member entitled to vote, during the period beginning twenty-four hours before the time fixed for the commencement of the meeting and ending with the conclusion of the Meeting i.e. between 09.00 a.m. to 06.00 p.m. during such period.
6. Members are requested to notify immediately any change in their address to the Company.

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EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013:

Agenda Item No. 1

The Members are informed that the Company is desirous of entering into soliciting and procuring Insurance Business as a Corporate Agent in respect of all classes of insurance and to undertake such other activities as are incidental or ancillary thereto.

In accordance with the provisions prescribed by Insurance Regulatory and Development Authority of India ("IRDAI"), a Company formed under the Companies Act, 2013 can act as a Corporate Agent. The Members are further informed that the object clause of the Memorandum of Association is accordingly altered and added new clauses for acting as a Corporate Agent.

As per the Companies Act, 2013, a Company can have Main object and ancillary objects clause in its Memorandum of Association. It is proposed to amend the Main objects of the Company partially to align the same with the present and future business activities

A copy of the Memorandum of Association of the Company together with the proposed alterations is available for inspection by the Members at the Corporate Office of the Company on all working days, except Saturdays, Sundays and public holidays, between 10:00 am to 6:00 pm and shall also be available at the Extra Ordinary General Meeting.

The Board recommends the **Special Resolution** as per the accompanying Notice, for approval by the Members of the Company.

None of the Directors, Key Managerial Personnel of the Company or their respective relatives are interested, except to the extent of their equity shareholding in the company or has any concern or interest in respect of the above mentioned Special Resolution.

By Order of the Board of Directors
For KIFS HOUSING FINANCE LIMITED,

Sd/-
VIMAL KHANDWALA
MANAGING DIRECTOR
DIN: 00477768
Date: November 21, 2023
Place: Mumbai

Registered Office: 6th Floor, KIFS Corporate House, Beside Hotel Planet Landmark, Near Ashok Vatika BRTS, ISKON-Ambli Road, Bodakdev, Ambli, Ahmedabad, Gujarat – 380054.

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ATTENDANCE SLIP

CIN: U65922GJ2015PLC085079

Name of the Company: KIFS HOUSING FINANCE LIMITED

Registered office: 6th Floor, KIFS Corporate House, Beside Hotel Planet Landmark, Near Ashok Vatika BRTS, ISKON-Ambli Road, Bodakdev, Ambli, Ahmedabad, Gujarat – 380054.

**17th Extra Ordinary General Meeting,
November 28, 2023, 10:00 am**

Registered Folio No. / DP ID No. Client ID No. : _____

Number of Shares held: _____

I certify that I am a member / proxy for the member(s) of the Company.

I hereby record my presence at the **17th Extra-Ordinary General Meeting** of the Company being held on **Tuesday, November 28, 2023 at 10.00 a.m.** at the Registered office of the Company at **6th Floor, KIFS Corporate House, Beside Hotel Planet Landmark, Near Ashok Vatika BRTS, ISKON-Ambli Road, Bodakdev, Ambli, Ahmedabad, Gujarat – 380054.**

Name of the Member / Proxy

Signature of the Member / Proxy

Registered Office: 6th Floor, KIFS Corporate House, Beside Hotel Planet Landmark, Near Ashok Vatika BRTS, ISKON-Ambli Road, Bodakdev, Ambli, Ahmedabad, Gujarat – 380054.

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KIFS HOUSING FINANCE LIMITED

Form No. MGT-11

Proxy form

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

CIN: U65922GJ2015PLC085079

Name of the Company: KIFS HOUSING FINANCE LIMITED

Registered office: 6th Floor, KIFS Corporate House, Beside Hotel Planet Landmark, Near Ashok Vatika BRTS, ISKON-Ambli Road, Bodakdev, Ambli, Ahmedabad, Gujarat – 380054.

Name of the Member(s):

Registered address:

E-mail Id:

Folio No/ Clint Id:

DP ID:

I/ We being the member of, holding.....shares, hereby appoint

1. Name:,

Address:

E-mail Id:

Signature:, or failing him

2. Name:,

Address:

E-mail Id:

Signature:,

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at 16th Extra Ordinary General Meeting of Members of the Company, to be held on Tuesday, November 28, 2023 at 10.00 a.m. at the Registered office of the Company at 6th Floor, KIFS Corporate House, Beside Hotel Planet Landmark, Near Ashok Vatika BRTS, ISKON-Ambli Road, Bodakdev, Ambli, Ahmedabad, Gujarat – 380054 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.

1. To alter the object clause of Memorandum of Association of the Company.

Signed this day of..... 2023

Signature of Shareholder

Signature of Proxy holder(s)

Registered Office: 6th Floor, KIFS Corporate House, Beside Hotel Planet Landmark, Near Ashok Vatika BRTS, ISKON-Ambli Road, Bodakdev, Ambli, Ahmedabad, Gujarat – 380054.

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Note:

- This form of proxy in order to be effective should be duly completed, signed, stamped & deposited at the Registered Office of the Company, not later than FORTY-EIGHT HOURS before the commencement of the aforesaid meeting.
- It is optional to indicate your preference. If you leave the 'for', 'against' and 'abstain' column blank on all/any resolutions, your Proxy(ies) will be entitled to vote on Poll (if taken) in the manner as he/she thinks fit.

Affix Revenue
Stamp

Registered Office: 6th Floor, KIFS Corporate House, Beside Hotel Planet Landmark, Near Ashok Vatika BRTS, ISKON-Ambli Road, Bodakdev, Ambli, Ahmedabad, Gujarat – 380054.

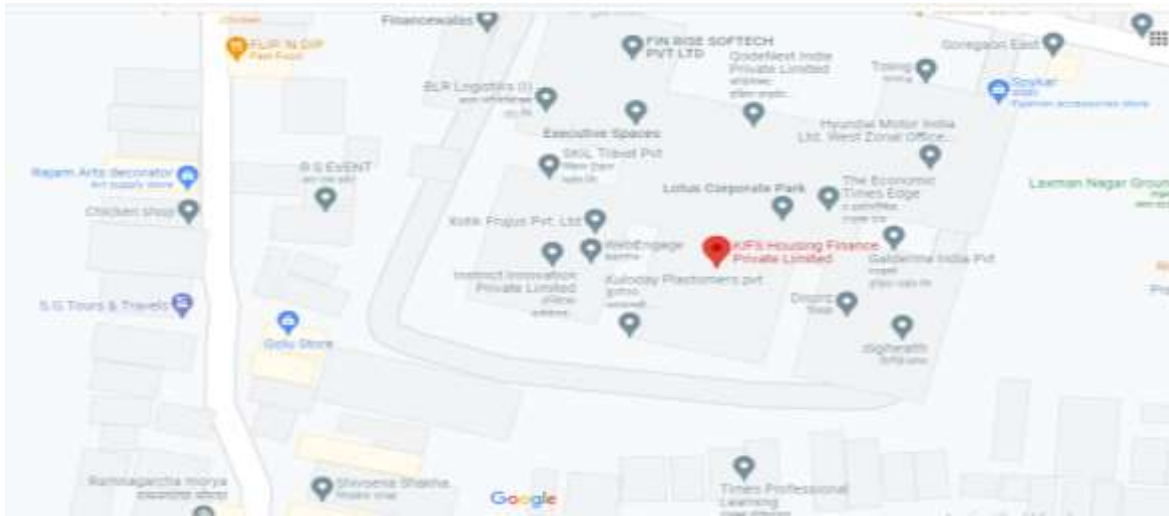
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ROUTE MAP FOR EXTRA ORDINARY GENERAL MEETING

Address: 6th Floor, KIFS Corporate House, Beside Hotel Planet Landmark, Near Ashok Vatika BRTS, ISKON-Ambli Road, Bodakdev, Ambli, Ahmedabad, Gujarat – 380054.



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