



## **NOTICE**

Notice is hereby given that the **11<sup>th</sup> Annual General Meeting (AGM)** of Shubham Housing Development Finance Company Limited will be held on Friday the 26<sup>th</sup> day of June 2020 at 11 A.M IST at its Registered Office at D-305, Ground Floor, Sarvodaya Enclave, New Delhi – 110017 to transact the following business:

### **ORDINARY BUSINESS:**

#### **Item No. 1 – Adoption of Audited Financial Statements**

To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March 2020, together with the Directors' and Auditors' Reports thereon.

#### **Item No. 2 – Re-appointment of Mr. Rahul Chandra, Director**

To appoint a Director in place of Mr. Rahul Chandra, DIN: 01213049, Nominee Director of Helion ---, who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

#### **Item No. 3 – Re-appointment of Mr. Sandeep Marian Farias, Director**

To appoint a Director in place of Mr. Sandeep Marian Farias, DIN: 00036043, Nominee Director of Elevar ---, who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

#### **Item No. 4 – To appoint Statutory Auditors from the conclusion of this Annual General Meeting until the conclusion of the sixteenth Annual General Meeting and to fix their remuneration:**

To appoint the Statutory Auditors and fix their remuneration, if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

**“RESOLVED THAT** pursuant to Sections 139, 141, 142 of the Companies Act, 2013 (“Act”) and other applicable provisions, if any, of the said Act and Companies (Audit and Auditors) Rules, 2014 made thereunder and other applicable rules, if any, under the said Act (including any statutory modification(s) or re-enactment thereof for the time being in force) M/s. S.R. Batliboi & Associates LLP, Chartered Accountants (Registration No. 101049W/E300004), be and are hereby appointed as the Statutory Auditors of the Company commencing from the conclusion of this 11<sup>th</sup> Annual General Meeting till the conclusion of 16<sup>th</sup> Annual General Meeting on a remuneration fixed by the management plus re-imbursement of out of pocket expenses incurred and applicable taxes.

**RESOLVED FURTHER THAT** the Mr. Sanjay Chaturvedi, Director or Ms. Rupa Basu, Director or Mr. Shashank Jain, CFO or Ms. Neeta Kamra, Company Secretary of the Company, be and are hereby severally authorised to take, perform and execute such further steps, acts, deeds and matters, as may be necessary, proper or expedient to give effect to above resolution, from time to time.”

## **Shubham Housing Development Finance Company Limited**

Corporate and Communication Address: Shubham House, 425, Udyog Vihar, Phase - IV, Gurgaon - 122015

Ph.: +91 124 4212531 • Website: www.shubham.co

Registered Office: D-305, Ground Floor, Sarvodaya Enclave, New Delhi - 110017

Corporate Identity Number (CIN) - U65921DL2010PLC199469



**NOTES:**

1. Pursuant to Secretarial Standards on General Meetings, in respect of Directors seeking re-appointment at the AGM, details of Directors are furnished as annexure to the Notice.
2. **EVERY MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND SUCH A PROXY NEED NOT BE A MEMBER OF THE COMPANY.**
3. Members are requested to note that a person can act as a proxy on behalf of Members not exceeding 50 and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A Member holding more than 10% 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 proxy for any other person or shareholder.
4. The instrument of proxy in order to be effective should be received by the company not less than 48 hours before the commencement of the meeting. A Proxy Form is annexed to this Notice.
5. Relevant documents, if any, referred to in the Notice and the accompanying Statements are open for inspection by the Members at the Registered Office and the Corporate Office of the Company during working hours on all working days, up to the date of the Annual General Meeting and at the Meeting also.
6. The Register of Members, Register of Directors and Key Managerial Personnel and their shareholding and the Register of Contracts or Arrangements in which the directors are interested, maintained under Sections 88, 170 and 189 respectively of the Companies Act, 2013, shall be available for inspection by the Members at the AGM.
7. The road map to the venue of the annual general meeting is enclosed to this Notice.

**By Order of the Board**

**For Shubham Housing Development Finance Company Limited**

**(Neeta Kamra)**

**Company Secretary**

**Membership No.: ACS 22892**

**Place: Delhi**

**Date: 17.06.2020**

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## ANNEXURE TO THE NOTICE

### Details of the Directors seeking re-appointment at the forthcoming Annual General Meeting [Pursuant to Secretarial Standards on General Meetings]

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#### DETAILS OF MR. RAHUL CHANDRA

- **Date of first appointment on the Board of Company**

Mr. Rahul Chandra was appointed as a Member of Board of Shubham Housing Development Finance Company Ltd. with effect from April 18, 2012.

- **Age, experience and qualification that qualify him for Board membership**

He aged 48 and a co-founder and Managing Director of Helion. Mr. Chandra has 17 years of venture capital investing and corporate development experience in technology product and services companies in India and the US. He serves on the Boards of various companies and manages investments in Cucumber Town, EzeTap, Spandana and Equitas.

Between 2000 and 2006, Rahul was based in Silicon Valley as part of the investment team at Walden International, a global venture capital firm with more than \$2B under management. Between 2004 and 2005 he also led the M&A efforts at e4e Inc., a Santa Clara, CA based BPO company with more than 4,000 employees across the globe.

Mr. Rahul started Venture Capital investing in 1996 in India as the first hire at Walden's India office. In this role he managed investments for Walden's India dedicated Fund between 1996 and 2000. Mr. Rahul has invested in more than 30 early-to-mid-stage companies such as Mindtree, Ikanos (IKAN), e4e Inc and Techspan (Headstrong). Prior to Walden, he worked in the Capital Markets Group at Lazard India, and in the Primary Market Department at the Securities Exchange Board of India.

Rahul has an MBA from University of California, Berkeley and graduated from Birla Institute of Technology & Science, Pilani in 1993.

- **Shareholding in the Company**

He does not hold any share of the Company in individual capacity.

- **Disclosure of Relationship inter-se between Directors, Manager and other Key Managerial Personnel**

There is no inter-se relationship between him and other members of the Board and Key Managerial Personnel of the Company.

- **Board Meeting Attendance and Remuneration during the FY 2019-20**

He attended 3 (Three) out of 7 (Seven) Board Meetings held during the year. He was not paid any remuneration during his term with the Company.

- **Companies in which he holds Directorships and Committee memberships as on 31<sup>st</sup> March 2020.**

(other than Shubham Housing Development Finance Company Ltd.)

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**Directorships**

1. Unitary Investment Management LLP
2. Seclre Technology Private Limited
3. Steeling Technologies Private Limited
4. Toppr Technologies Private Limited
5. Skookum Education Consultants Private Limited
6. Moengage Inc.
7. RC Holding International Ltd.

- **Terms and conditions of re-appointment**

Being a Director liable to retire by rotation, he is retiring in the ensuing AGM. Being eligible, he seeks re-appointment as a Director on the Board of Directors of the Company as a nominee of an Investor-Shareholder of the Company (i.e., Helion Venture Partners II, LLC). He shall hold his office in the Company at the pleasure of the Investor-Shareholder who nominated him and shall be liable to retire by rotation. His re-appointment in the Board is sought at nil remuneration.

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### **DETAILS OF MR. SANDEEP MARIAN FARIAS**

- **Date of first appointment on the Board of Company**

Mr. Sandeep Marian Farias was appointed as a Member of Board of Shubham Housing Development Finance Company Limited with effect from April 18, 2012.

- **Age, experience and qualification that qualify him for Board membership**

He, aged 47, co-founded Elevar Equity in 2008. Mr. Sandeep has over 20 years of experience in diverse areas such as emerging markets investing, microfinance and other financial services, governance, organizational design and corporate law. He has consistently been passionate about working with early stage companies that foster economic development. Sandeep has led Series A investments in what are now some of India's best known 'low income community' focused companies. These companies include Ujjivan (a highly respected small finance bank), Vistaar (a leading micro and small enterprise lender), Madura (one of the most efficient microfinance institutions), Indifi (an innovative technology integrated lending marketplace for SMEs) and LEAD School (a 'school-in-a-box' solution designed for students in underserved communities). He currently sits on the board of various companies. Prior to Elevar, between 2004 and 2008, he founded and ran the Indian operations of Unitus, a microfinance accelerator where he partnered with, and supported, what are now some of India's leading microfinance institutions/banks.

Sandeep started his career in 1996 after completing an integrated law and arts degree from the National Law School of India University. Over the next eight years, he worked at two leading corporate law firms, Amarchand and Nishith Desai Associates (NDA), where he worked with clients such as Google, Amazon, Singapore Telecom and Temasek and founded NDA's development sector practice. He established NDA's offices in Palo Alto and Bangalore and helped the firm win the Asian Law Firm of the Year (Pro Bono) Award from the International Financial Law Review for his work with the American India Foundation after the Gujarat earthquake in 2000.

- **Shareholding in the Company**

He does not hold any share of the Company in individual capacity.

- **Disclosure of Relationship inter-se between Directors, Manager and other Key Managerial Personnel**

There is no inter-se relationship between him and other members of the Board and Key Managerial Personnel of the Company.

- **Board Meeting Attendance and Remuneration during the FY 2019-20**

He attended 5 (Five) out of 7 (Seven) Board Meetings held during the year. He was not paid any remuneration during his term with the Company.

- **Companies in which he holds Directorships as on 31<sup>st</sup> March 2020  
(other than Shubham Housing Development Finance Company Ltd.)**

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**Directorships**

1. Elevar Advisors Private Limited
2. Vistaar Financial Services Private Limited
3. Indifi Technologies Private Limited
4. Crediwatch Information Analytics Private Limited
5. Leadership Boulevard Private Limited
6. Vikara Services Private Limited
7. Elevar Venture Partners LLP
8. Impactus Venture Partners LLP
9. Moonshot Venture Partners LLP
10. Elevar Corporate GP II Ltd.
11. Elevar Corporate GP III Ltd.
12. Elevar Corporate GP IV Ltd.
13. Elevar Equity Management Limited
14. Elevar C-IV Investments GP Ltd.
15. EE Deep Ventures Ltd.

- **Terms and conditions of re-appointment**

Being director liable to retire by rotation, he is retiring in the ensuing AGM. He seeks his re-appointment as nominee of an Investor-Shareholder of the Company (i.e., Elevar Equity Mauritius), on the Board. He shall hold his office in the Company at the pleasure of the Investor-Shareholder who nominated him and shall be liable to retire by rotation. His re-appointment in the Board is sought at nil remuneration.

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**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:** U65921DL2010PLC199469

**Name of the company:** Shubham Housing Development Finance Company Ltd.

**Registered office:** D-305, Ground Floor, Sarvodaya Enclave, New Delhi-110017

|                               |   |  |
|-------------------------------|---|--|
| <b>Name of the member (s)</b> | : |  |
| <b>Registered address</b>     | : |  |
| <b>E-mail Id</b>              | : |  |
| <b>Folio No/ Client Id</b>    | : |  |
| <b>DP ID</b>                  | : |  |

I/We, being the member(s) of \_\_\_\_\_ Equity shares and \_\_\_\_\_ Compulsory Convertible Preference Shares of the above named company, hereby appoint:

1. Name:

Address:

E-mail Id:

Signature : .....,

or failing him/her

2. Name:

Address:

E-mail Id:

Signature : .....,

or failing him/her

3. Name:

Address:

E-mail Id:

Signature : .....

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as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 11<sup>th</sup> Annual General Meeting of the company, to be held on Friday the 26<sup>th</sup> day of June 2020 at 11:00 A.M IST at Registered Office of the company at D-305, Ground Floor, Sarvodaya Enclave, New Delhi – 110017 and at any adjournment thereof in respect of resolutions as indicated below:

**Resolution No: 1**

To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March 2020, together with the Directors' and Auditors' Reports thereon.

**Resolution No.2**

To re-appoint Mr. Rahul Chandra as a Director, who retires by rotation and being eligible, offers himself, for re-appointment.

**Resolution No.3**

To re-appoint Mr. Sandeep Marian Farias as a Director, who retires by rotation and being eligible, offers himself, for re-appointment.

**Resolution No. 4**

To appoint Statutory Auditors from the conclusion of this Annual General Meeting until the conclusion of the sixteenth Annual General Meeting and to fix their remuneration

Signed this ..... 2020

Affix  
Revenue  
Stamp

Signature of shareholder

Signature of Proxy holder(s)

**Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.**

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