

NOTICE

Notice is hereby given that the 29th Annual General Meeting of Shapoorji Pallonji Finance Private Limited will be held on Friday, September 29, 2023 at 2:30 p.m. at the Registered Office of the Company at SP Centre, Courtyard 10B, 41/44 Minoo Desai Marg, Colaba, Mumbai – 400 005 to transact the following business:

ORDINARY BUSINESS:

Item No. 1

To consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2023, the Reports of the Board of Directors and Auditors thereon.

SPECIAL BUSINESS:

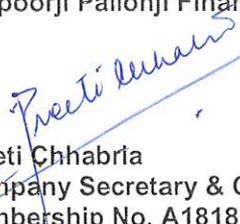
Item No. 2

Appointment of Mr. Shankar Krishnan as a Director

To consider, and if thought fit, to pass the following Resolution, with or without modifications, if any, as an Ordinary Resolution:-

"**RESOLVED** that pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any of the Companies Act, 2013 ('the Act') Mr. Shankar Krishnan (DIN-03316009), who was appointed as an Additional Director (SP Nominee) of the Company with effect from January 18, 2023, by the Board of Directors and who holds office up to the date of this Annual General Meeting of the Company in accordance with the provisions of Section 161 of the Act, be and is hereby appointed as a Director of the Company."

On behalf of the Board of Directors
Shapoorji Pallonji Finance Private Limited


Preeti Chhabria
Company Secretary & Compliance Officer
Membership No. A18180

REGISTERED OFFICE:

SP Centre, Courtyard 10B,
41/44 Minoo Desai Marg,
Colaba, Mumbai – 400 005.
Date: July 14, 2023

Shapoorji Pallonji Finance Private Limited

Registered & Corporate Office:
SP Centre, Courtyard 10B, 41/44, Minoo Desai Marg, Colaba, Mumbai - 400 005, India.
(T) +91 22 67490000 (F) +91 22 66338176
CIN: U65920MH1994PTC077480



NOTES:

- *A member entitled to attend and vote at the General Meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company. The instrument appointing the proxy should, however, be deposited at the Registered Office of the Company not less than 48 hours before the commencement of the General Meeting.*
- 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 person or member.
- Members are requested to notify the Company immediately, of any change in their address.
- Members are requested to bring their copy of the Annual Report to the Meeting.
- Corporate Members are requested to send a duly certified copy of the Board Resolution authorising their representatives to attend and vote at the Annual General Meeting.
- Please address all your correspondences to:

SHAPOORJI PALLONJI FINANCE PVT. LTD.

SP CENTRE, COURTYARD 10B,
41/44 MINOO DESAI MARG,
COLABA, MUMBAI - 400 005.

Shapoorji Pallonji Finance Private Limited

Registered & Corporate Office:

SP Centre, Courtyard 10B, 41/44, Minoo Desai Marg, Colaba, Mumbai - 400 005, India.

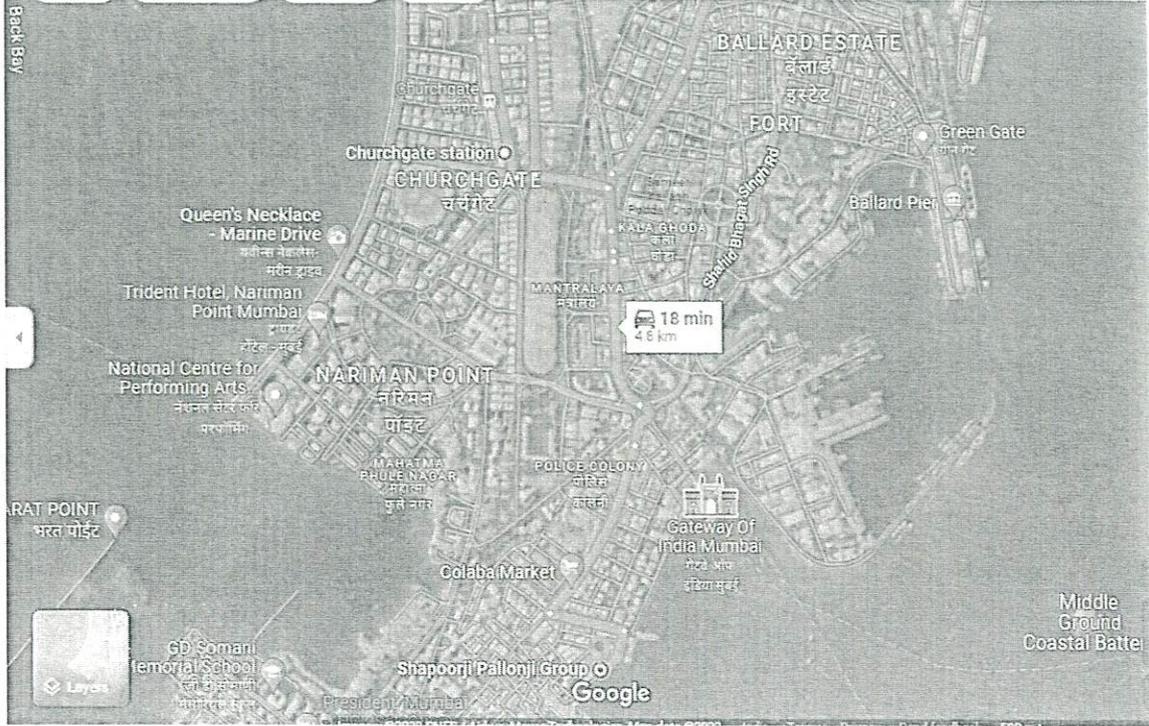
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FINANCE

Venue Map of the 29th Annual General Meeting of Shapoorji Pallonji Finance Private Limited to be held on Friday, September 29, 2023 at 2:30 p.m. at the Registered Office of the Company at SP Centre, Courtyard 10B, 41/44 Minoo Desai Marg, Colaba, Mumbai – 400 005.



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Annexure to the Notice dated July 14, 2023

Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 setting out material facts in respect of special business to be transacted at the 29th Annual General Meeting.

Item No. 2

Appointment of Mr. Shankar Krishnan as Director

The Board of Directors have appointed Mr. Shankar Krishnan as an Additional Director (SP Nominee) w.e.f. January 18, 2023, who in accordance with the provisions of the Section 161 of the Companies Act, 2013 ('the Act') holds office upto the date of this Annual General Meeting.

It is proposed to appoint Mr. Shankar Krishnan as a Director of the Company in accordance with the provisions of Sections 149 and 152 of the Act.

The Board recommends the Ordinary Resolution as set out in Item No. 2 of the Notice for the approval of members.

Except Mr. Shankar Krishnan, Director of the Company, none of the Directors, Key Managerial Personnel of the Company and their respective relatives are, in any way, concerned or interested, financially or otherwise, in this item of business.

On behalf of the Board of Directors
Shapoorji Pallonji Finance Private Limited

Preeti Chhabria
Preeti Chhabria
Company Secretary & Compliance Officer
Membership No. A18180

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