

Nido Home Finance Limited

(Formerly known as Edelweiss Housing Finance Limited)

Notice is hereby given that an Extraordinary General Meeting of the Members of Nido Home Finance Limited (Formerly known as Edelweiss Housing Finance Limited) ("The Company") will be held on Wednesday, June 28, 2023 at 4.30 P.M at Registered Office at Tower 3, Wing ' B', Kohinoor City Mall , Kohinoor City, Kirool Road, Kurla (West), Mumbai – 400070 to transact the following business.

SPECIAL BUSINESS

1. Alteration of Memorandum of Association (MOA) of the Company:

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

"RESOLVED THAT pursuant to the provisions of Section 4 and Section 13 and all other applicable provisions, if any, of the Companies Act, 2013 (The Act), (including any statutory modifications or re-enactment thereof, for the time being in force), and the rules framed thereunder, as amended from time to time, consent of the members be and is hereby accorded to alter the Main Object Clause of the Company in the Memorandum of Association of the company as under:

Alteration of Object Clause "IIIA" by adding the following main object clause after the existing clause 1:

"2. To solicit and procure insurance business as Corporate Agent and to undertake such other activities as are incidental or ancillary thereto."

RESOLVED FURTHER THAT Operations Committee or any Director or Key Managerial Personnel (KMP) of the Company be and are hereby severally authorized on behalf of the Company to do all such acts, deeds, matters and things as may be deemed necessary, proper or desirable and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the foregoing resolution.

For and on behalf of the Board of Directors
Nido Home Finance Limited
(Formerly known as Edelweiss Housing Finance Limited)



Girish Manik
Company Secretary
Membership No: ACS 26391

Place: Mumbai
Date: June 28, 2023

Registered Office:

Tower 3, Wing ' B', Kohinoor City Mall,
Kohinoor City, Kirool Road,
Kurla (west), Mumbai – 400070
CIN: U65922MH2008PLC182906

Nido Home Finance Limited (formerly known as Edelweiss Housing Finance Limited)

Corporate Identity Number: U65922MH2008PLC182906

Registered Office: Tower 3 Wing B', Kohinoor City Mall , Kohinoor City, Kirool Road, Kurla (W), Mumbai- 400070 Tel No. +912242722200

Email ID : assistance@edelweisshousingfin.com Website : www.edelweisshousingfin.com

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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 EXTRAORDINARY GENERAL MEETING ('EGM') 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. HOWEVER, IN CASE OF A MEETING CALLED AT A SHORTER NOTICE, THE PROXY FORMS DEPOSITED PRIOR TO THE COMMENCEMENT OF THE MEETING SHALL BE ACCEPTED.
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 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. Proxies form as prescribed under the Companies Act, 2013 is enclosed.
5. This meeting is being convened at a shorter notice with the consent of majority in number of members entitled to vote and who represent not less than 95% of such part of the paid up capital of the company as gives right to vote at the meeting in accordance with section 101 of the Companies Act, 2013.
6. 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.
7. The route map showing directions to reach the venue of the General meeting is annexed.

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

Item No. 1

The Company intends to explore solicitation of insurance business from its customers for meeting their insurance needs. In this regard, it is proposed to alter the main object in the Memorandum of Association subject to approval of the Members at the General Meeting, to enable undertaking business of Corporate Agency. The Master Direction – Non-Banking Financial Company – Housing Finance Company (Reserve Bank) Directions, 2021 permits a Housing Finance Company to apply for Corporate Agency license.

A draft copy of the amended Memorandum of Association of the Company shall be available for inspection at the registered office of the Company during business hours till the date of this meeting.

As per the provisions of section 13 of the Companies Act, 2013, approval of the shareholders is required to be accorded for alteration of object clause of the Company in the Memorandum of Association by way of passing a Special Resolution. Hence, the resolution is put up for member's approval.

None of the Directors, Key Managerial Personnel or their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 1.

The Board recommends that the resolution set forth in Item No. 1 for the approval of the Members be passed as Special Resolution.

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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 Extra-Ordinary General Meeting of the Company to be held on June 28, 2023 at 4.30 p.m. at Tower 3, Wing ' B', Kohinoor City Mall , Kohinoor City, Kirol Road, Kurla (West), Mumbai – 400070.

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 _____, 2023

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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 Member(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 Extra-Ordinary General Meeting of the Company to be held on Wednesday, June 28, 2023 at 4.30 p.m. at Tower 3, Wing ' B', Kohinoor City Mall , Kohinoor City, Kirol Road, Kurla (West), Mumbai - 400070, India and at any adjournment thereof in respect of such resolution as indicated below:

Sr. No.	Particulars of Resolution
1.	Alteration of Memorandum of Association (MOA) of the Company

Signed this ____ day of _____ 2023
Signature of shareholder _____
Signature of Proxy holder(s) _____

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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 Tower 3, Wing ' B', Kohinoor City Mall , Kohinoor City, Kirol Road, Kurla (West), Mumbai - 400070, not less than 48 hours before the commencement of the Meeting. However, in case of a meeting called at a shorter notice, the said forms deposited prior to the commencement of the meeting shall be accepted.
2. A member entitled to attend and vote is entitled to appoint proxy to attend and vote instead of himself

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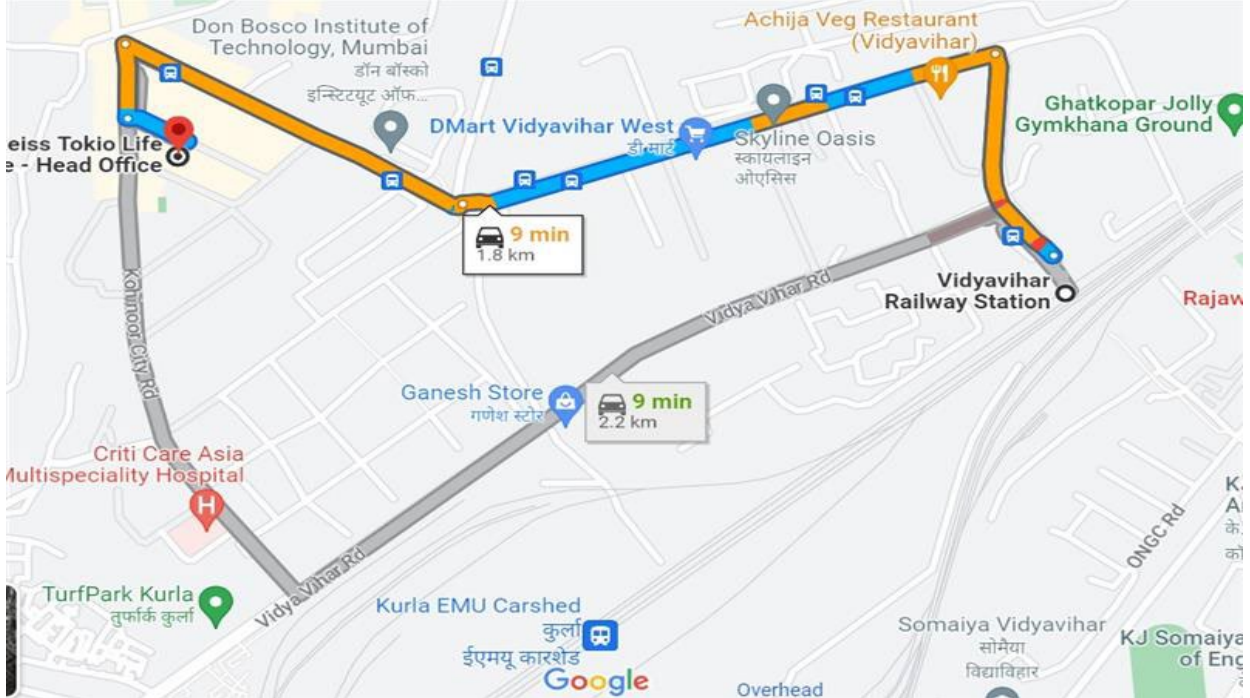
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ROAD MAP FOR THE VENUE OF THE GENERAL MEETING OF EDELWEISS HOUSING FINANCE LIMITED



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