

NOTICE OF 5th ANNUAL GENERAL MEETING

NOTICE is hereby given that the 5th (Fifth) Annual General Meeting of **AVIOM INDIA HOUSING FINANCE PRIVATE LIMITED** will be held on Monday, September 21, 2020 at 1:15 PM (IST) through electronic mode at a shorter notice to transact the following businesses:

ORDINARY BUSINESS

1. **To receive, consider and adopt the Annual Audited Financial Statements of the Company for the Financial Year ended March 31, 2020 along with the Directors' Report and Auditors' Report thereon and in this regard to consider and if thought fit, to pass with or without modification, the following Resolution as *Ordinary Resolution*:**

"RESOLVED THAT the Annual Audited Financial Statements of the Company i.e. Balance Sheet as on March 31, 2020 along with the Statement of Profit & Loss and Cash Flow Statement for the Financial year ended on that date and notes annexed to and forming integral part of financial Statements be and are hereby approved and adopted."

2. **To consider the appointment of Mr Arvind Agarwal (DIN 07405470) as Non- Executive Director of the Company and in this regard to consider and if thought fit, pass with or without modification the following Resolution as Ordinary Resolution:**

"RESOLVED THAT pursuant to Section 152 of the Companies Act, 2013 and other applicable provisions (including any modification or re-enactment thereof), Mr Arvind Agarwal (DIN 07405470) who was appointed as an Additional Director of the Company w.e.f April 28, 2020 and who holds the office till the date of the Annual General meeting of the Company in terms of Section 161 of the Companies Act, 2013, be and is hereby appointed as the Non- Executive Director of the Company.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, Ms. Kaajal Aijaz Ilmi, Managing Director & CEO of the Company be and are hereby authorized, 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 filling of necessary e-form as return of appointment with the Registrar of Companies, NCT of Delhi & Haryana."

RESOLVED FURTHER THAT a copy of Resolution certified to be true by any of the Director or Company Secretary of the Company, may be issued to the whomsoever it may concern, if required at any point of time.

3. **To consider the appointment of Mr Sanjay Gandhi (DIN 02234298) as Non- Executive Director of the Company and in this regard to consider and if thought fit, pass with or without modification the following Resolution as Ordinary Resolution:**

"RESOLVED THAT pursuant to Section 152 of the Companies Act, 2013 and other applicable provisions (including any modification or re-enactment thereof), Mr Sanjay Gandhi (DIN 02234298) who was appointed as an Additional Director of the Company w.e.f May 19, 2020 and who holds the office till the date of the Annual General meeting

of the Company in terms of Section 161 of the Companies Act, 2013, be and is hereby appointed as the Non- Executive Director of the Company.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, Ms. Kaajal Aijaz Ilmi, Managing Director & CEO of the Company be and are hereby authorized, 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 filling of necessary e-form as return of appointment with the Registrar of Companies, NCT of Delhi & Haryana."

RESOLVED FURTHER THAT a copy of Resolution certified to be true by any of the Director or Company Secretary of the Company, may be issued to the whomsoever it may concern, if required at any point of time.

By order of the Board

For **AVIOM India Housing Finance Private Limited**

Sd/-

Divyani Chand

Company Secretary

ACS- 52153

E-185, Lajpat Nagar-1, New Delhi- 110023

Date: September 21, 2020

Place: New Delhi

NOTES:

1. IN VIEW OF THE COVID-19 PANDEMIC, THE MINISTRY OF CORPORATE AFFAIRS (MCA) HAS, VIDE GENERAL CIRCULAR NO. 14/2020 DATED APRIL 8, 2020, GENERAL CIRCULAR NO. 17/2020 DATED APRIL 13, 2020 AND GENERAL CIRCULAR NO. 20/2020 DATED MAY 5, 2020 (COLLECTIVELY "MCA CIRCULARS"), PERMITTED COMPANIES TO CONDUCT ANNUAL GENERAL MEETING (AGM) THROUGH VIDEO CONFERENCING (VC) OR OTHER AUDIO VISUAL MEANS, SUBJECT TO COMPLIANCE OF VARIOUS CONDITIONS MENTIONED THEREIN.
2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON POLL INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. HOWEVER, THE MEETING IS BEING CONDUCTED BY ELECTRONIC MODE, AND ACCORDINGLY THE APPLICABILITY OF SUCH SECTIONS WITH RESPECT TO APPOINTMENT OF PROXY ARE NOT APPLICABLE FOR THE SAID MEETING.
3. A statement pursuant to Section 102(1) of the Companies Act, 2013 relating to certain ordinary business to be transacted at the 5th AGM is annexed hereto. All documents referred to in the accompanying Notice and the Explanatory Statement shall be available for inspection electronically. Members seeking to inspect such documents can send an email to Divyani.chand@aviom.in
4. The Notice of the AGM along with the Board Report 2019-20 is being sent by the permitted mode.
5. Members are requested to notify any change in their address, e-mail address, contact numbers, etc immediately to the company at its registered office, if any.
6. Shorter notice consent is attached with this notice for approval of members to call this meeting at shorter notice than required under the Companies Act, 2013 and the articles of the Company. Members are requested to send the same on or before September 21, 2020, to enable the Company to hold the meeting on September 21, 2020, (if the consent is received from 95% of members who are entitled to vote at the meeting) as required under the Secretarial Standard issued by the Institute of Company Secretaries (ICSI) and as mandated with effect from 1st July 2015 as per section 118 of the Companies Act 2013.
7. Members are requested to note that the resolutions set out in the Notice will be decided through show of hands or by conducting poll, in case demanded by the Members
8. In case of any query, the members are requested to contact on Divyani.chand@aviom.in

9. The process of participation in the Meeting through electronic mode is as follows:

Via Desktop/Laptop/Mobile Phone:

It is recommended to use Chrome for seamless functioning of the application.

Step 1: Open the "JOIN MICROSOFT TEAM MEETING" LINK IN THE MAIL

Step 2: Either choose to download the application or continue with the browser

Step 3: Click on the "Join Now" Option

TIPS FOR SEAMLESS MEETING:

- Use a Headset: Internal microphone can sometimes pick up background noise hence headphones with inbuilt boom mic can help while providing better audio quality.
- Lighting: Light can play a major role in how others are seeing you. Make sure the light source is not behind you and your room is well lit.
- Background: When joining from home, background is important as others could see what is happening. Choose a spot with neutral background which doesn't distract your participants.
- Quiet Location: Try to avoid noisy common areas. Instead, join from a quiet location whenever possible.
- Poor Connection Tips: In a case of a poor connection try disabling your video to conserve bandwidth.
- Camera Angle: By using self-view, you can test the angle of your camera and position yourself. Look into the camera lens while talking to make eye contact with your audience.
- Mute: Keep your mic muted whenever you are not speaking.
- Sharing the content: Moderator would be sharing the content throughout the meeting.

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

ITEM NO. 2

The Board of Directors of the Company through circular resolution dated April 28, 2020, appointed Mr Arvind Agarwal (DIN 07405470) as an Additional Director, subject to consent by the Members of the Company at the ensuing Annual General Meeting (AGM). In terms of section 160 of the Companies Act, 2013, the Board of Directors have recommended the appointment of Mr Arvind Agarwal (DIN 07405470) as a Non-Executive Director pursuant to the provisions of Section 152 of the Companies Act, 2013.

None of other Directors except Mr Arvind Agarwal or Key Managerial Personnel and their relatives are in any way, concerned or interested, financially or otherwise, in the said Resolution.

The Board of Directors accordingly recommends the Ordinary Resolution(s) set out at Item no. 2 of the Notice for the approval of the Members.

ITEM NO. 3

The Board of Directors of the Company in its Meeting held on May 19, 2020, appointed Mr Sanjay Gandhi (DIN 02234298) as an Additional Director, subject to consent by the Members of the Company at the ensuing Annual General Meeting (AGM). In terms of section 160 of the Companies Act, 2013, the Board of Directors have recommended the appointment of Mr Sanjay Gandhi (DIN 02234298) as a Non-Executive Director pursuant to the provisions of Section 152 of the Companies Act, 2013.

None of other Directors except Mr Sanjay Gandhi or Key Managerial Personnel and their relatives are in any way, concerned or interested, financially or otherwise, in the said Resolution.

The Board of Directors accordingly recommends the Ordinary Resolution(s) set out at Item no. 3 of the Notice for the approval of the Members.

For **AVIOM India Housing Finance Private Limited**

Sd/-

Divyani Chand
Company Secretary
ACS- 52153
E-185, Lajpat Nagar-1, New Delhi- 110023

Date: September 21, 2020

Place: New Delhi