

#### **NOTICE**

Notice is hereby given that the **38**<sup>th</sup> Extra Ordinary General Meeting ('EGM') of the Shareholders of Grihum Housing Finance Limited (Formerly, Poonawalla Housing Finance Limited) (hereinafter referred to as the Company) will be held at a shorter notice on 3 June, 2024 at 05:30 P.M. through Video conferencing (VC)/other Audio-Visual Means (OAVM), to transact the following Special Business.

The EGM is being held through VC/OAVM, the requirement of physical attendance of Members has been dispensed with. Accordingly, the proceedings of the EGM shall be deemed to be conducted at the Registered Office of the Company at 602, 6<sup>th</sup> Floor, Zero One IT Park, Survey. No.79/1, Ghorpadi, Mundhwa Road, Pune - 411036 which shall be the deemed venue of the EGM.

# Revision in remuneration of Mr. Manish Jaiswal (DIN: 07859441), Managing Director & Chief Executive Officer of the Company

To consider and, if thought fit, to pass with or without modifications, the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 197, 198, 203 read with Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 (the Act) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (the Rules), Guidelines on Compensation of KMP and Senior Management in HFCs as per the RBI Master Direction – Non-Banking Financial Company – Housing Finance Company (Reserve Bank) Directions, 2021, including any statutory modification(s) or reenactment(s) thereof for the time being in force and any other applicable rules, regulations, directions, circulars and guidelines as may be issued from time to time by the Reserve Bank of India (RBI), National Housing Bank (NHB), Insurance Regulatory and Development Authority of India (IRDAI) or any other authority read with the Remuneration Policy of the Company, and upon recommendation of the Audit Committee and Nomination and Remuneration Committee and the resolution passed by the Board of Directors of the Company, the approval of the Members be and is hereby accorded for the revision in remuneration of Mr. Manish Jaiswal (DIN: 07859441), Managing Director and Chief Executive Officer (MD & CEO) of the Company effect from 1 April, 2023 on such terms as set out in the Explanatory Statement annexed to this Notice (including remuneration to be paid in the event of loss or inadequacy of profits in any financial year during the balance tenure or during such financial years when the loss or inadequacy arises, whichever is lower), with liberty to the Board of Directors (hereinafter referred to as the 'Board', which term shall include any committee(s) constituted or to be constituted by the Board to exercise the powers conferred on the Board by this Resolution) to alter or vary the said terms and conditions and / or the remuneration, from time to time, as the Board may deem fit and as may be agreed to between the Board and Mr. Jaiswal provided that such alteration or variation, as the case may be, is within the overall limits as prescribed under Section 197 and/or Schedule V to the Act.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to take such steps and do and perform all such acts, deeds, matters and things, as may be considered necessary, proper or expedient to give effect to this resolution."

### **Grihum Housing Finance Limited**

(Formerly, Poonawalla Housing Finance Limited)

**CIN:** U65922PN2004PLC208751 | **६** 020-67808091 | **★** info@grihumhousing.com



Place: Pune

Dated: 31 May, 2024

**Corporate Office** 602, 6th Floor, Zero One IT Park, Sr. No. 79/1, Ghorpadi, Mundhwa Road, Pune – 411036 By Order of the Board of Directors For **Grihum Housing Finance Limited** (Formerly, Poonawalla Housing Finance Limited)

Sd/-Vaishnavi Suratwala **Company Secretary** Membership No. A41827

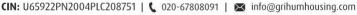
### **Grihum Housing Finance Limited**



#### **NOTES:**

- 1. Shorter Notice consent has been received from majority of members entitled to vote and who represent not less than 95 % of the paid-up share capital of the Company.
- 2. The Ministry of Corporate Affairs ("MCA") has vide its circulars dated 08 April, 2020 read with circulars dated 13 April 2020, 15 June, 2020, 28 September, 2020, 31 December, 2020, 23 June, 2021, 08 December, 2021, 05 May, 2022, 28 December, 2022 and 25 September, 2023 (collectively referred to as "MCA Circulars") permitted the holding of the Extra Ordinary General Meeting ("EGM") through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Act and MCA Circulars, the EGM of the Company is being held through VC / OAVM. Further, for the purpose of technical compliance of the provisions of section 96(2) of the Act we are assuming the place of meeting as the place where the Company is domiciled i.e., the registered office of the Company.
- 3. The Statement pursuant to Section 102 and other applicable provisions of the Companies Act, 2013 and rules made thereunder, with respect to Special Business set out in the Notice is annexed hereto and forms part of the Notice.
- 4. Pursuant to the provisions of the Act, a member entitled to attend and vote at the EGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a member of the Company. Since the EGM is being conducted through VC/OAVM pursuant to MCA Circulars, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the EGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
- 5. In compliance with the MCA circulars, Notice of the EGM shall be given only through emails registered with the Company or with the depository participant / depository. Members may note that the Notice will also be available on the Company's website at https://grihumhousing.com/.
- 6. Corporate Members are requested to send a duly certified copy of the Board Resolution/Power of Attorney authorizing their representative(s) pursuant to Section 113 of the Companies Act, 2013 to attend and vote on their behalf at the EGM.
- 7. The Members can attend the meeting through VC from their laptop/mobile. Members are requested to follow the steps mentioned in the file named 'INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM THROUGH VC' which is enclosed with the Notice of the EGM and shall also be attached separately on the e-mail, with the Notice of the EGM.
- 8. The Company shall provide VC facility via **ZOOM VIDEO COMMUNICATIONS ("Zoom")** in order to make it convenient for the Members to attend the Meeting. Members are required to use the following link or details to join the meeting through VC facility of Zoom:

### **Grihum Housing Finance Limited**





Zoom Meeting Link	https://zoom.us/j/98141493725?pwd=mJnYvn67FlumBM0esM1PchTDQ009e2.1
Meeting ID	981 4149 3725
Password	542882

- 9. The members desirous to inspect the relevant documents referred to in the accompanying notice and other statutory registers are required to send requests on the Company Secretary's email address: vaishnavi.suratwala@grihumhousing.com. An extract of such documents would be sent to the members on their registered email address. The same will also be made available for inspection by the members at the Meeting in electronic mode.
- 10. Members seeking any information with regard to the matters to be placed at the EGM, are requested to write to the Company Secretary at vaishnavi.suratwala@grihumhousing.com. The same shall be taken up in EGM and replied by the Company suitably.
- 11. The attendance of the Members attending the EGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
- 12. The documents referred in the Explanatory Statement will be made available for inspection by the members at the Meeting in electronic mode for the duration of the Meeting.
- 13. Members seeking any information with regard to any matter to be placed at EGM are requested to submit their questions in advance, on or before EGM to the Company Secretary's email address i.e. vaishnavi.suratwala@grihumhousing.com. The same will be replied by the Company suitably.
- 14. Since the EGM will be held through VC/OAVM, the Route Map is not annexed to the notice.



Instructions for participating in the 38<sup>th</sup> (Thirty Eight) Extra Ordinary General Meeting of the Members of Grihum Housing Finance Limited (Formerly, Poonawalla Housing Finance Limited), to be held at a shorter notice on 03 June, 2024 at 05:30 P.M. through Video Conference, by using Zoom Meeting Application.

#### <u>Instructions for participating the aforesaid EGM through Video Conference:</u>

#### Step 1

Download the Zoom Meeting Application in your Mobile or Laptop. You may use this link to download the application [https://zoom.us/].

#### Step 2

Click on "Sign up"

#### Step 3

For verification, please enter your "Date of Birth"

#### Step 4

Please enter "Your email", "First Name" and "Last Name" and click on "I agree to the Terms of Service"

#### Step 5

Now go to your registered email provided, check Inbox for the registration email and click on the "Activate Account"

#### Step 6

Go to your Zoom Application, click on the "Join" and enter the Meeting Id and password and now click on the "Join Meeting" Tab and ensure that you have proper internet facility through Mobile phone or Wifi connected to your device.

#### Other instructions:

- 1. Please note that, if you have already downloaded /using Zoom Application, then you need not to do the aforesaid activities and you have to just enter the Zoom Meeting Id and Password, as provided in this Notice.
- 2. You can sign-in/join the meeting 15 minutes before the scheduled time of the meeting for timely participation in the EGM through video conference. Further, any member may join the meeting within 15 minutes from the commencement of the meeting.
- 3. Please listen and participate in the discussion carefully.





- 4. The members attending the EGM through VC may send their assent or dissent through their registered email-id to the email-id of the Company Secretary at vaishnavi.suratwala@grihumhousing.com. Please click on the "Mute" tab, when there is any disturbance or noise around you or you are not talking.
- 5. Please ensure that no other person is sitting with you/participating/ having access to the proceedings of the Meeting through Video Conference.
- 6. Please click on "Unmute" tab when you want to say something. In case of any assistance before or during the video conference as aforesaid, you can contact the Company Secretary, Ms. Vaishnavi Suratwala, at vaishnavi.suratwala@grihumhousing.com or Contact at 020-67808091.



# <u>Explanatory Statement Pursuant to Section 102 of the Companies Act, 2013 and Secretarial Standard – 2</u> on General Meetings

# Item No. 1 - Revision in remuneration of Mr. Manish Jaiswal (DIN: 07859441), Managing Director & Chief Executive Officer of the Company

Pursuant to the special resolution passed by the Members of the Company on 21 June, 2022, Mr. Manish Jaiswal was re-appointed as the Managing Director & Chief Executive Officer (MD & CEO) of the Company for a period of 5 years with effect from 26 June, 2022 and his terms of appointment and remuneration was also approved by the Members of the Company vide the said resolution.

Thereafter, the Members at their 35<sup>th</sup> Extra-ordinary General Meeting (EGM) held on 3 October, 2023 had approved remuneration payable to Mr. Jaiswal for FY 2023-2024 and 2024-2025 onwards. The Board of Directors of the Company upon recommendation of Nomination and Remuneration Committee and based on the performance appraisal of Mr. Jaiswal, and subject to the approval of the Members of the Company, approved revision in remuneration payable to him for the FY 2023-24 and 2024-25 in the following manner i.e. (a) For FY 2023-24, the Annual Performance Bonus of Rs. 1,62,50,000 (Rupees One Crore Sixty-Two Lakhs Fifty Thousand only) and One time Outperformance Bonus of Rs. 61,50,000 (Rupees Sixty-One Lakh Fifty Thousand only); and (b) For FY 2024-25, the Targeted Annual Performance Bonus of Rs. 3,00,00,000 (Rupees Three Crore only) or higher basis the achievement of performance scorecard are proposed to be paid to Mr. Jaiswal, as against the Target Performance Bonus of Rs. 10,833,333 (Rupees One Crore Eight Lacs Thirty-Three Thousand Three Hundred Thirty-Three only) for FY 2023-24 and FY 2024-25, which was approved by the Members at the above-referred 35<sup>th</sup> EGM.

In view of the above, the revised remuneration payable to Mr. Manish Jaiswal with effect from 1 April 2023 onwards shall be as follows:

- 1. **Basic Salary:** Rs. 1,30,00,000 (Rupees One Crore Thirty Lacs only) per annum with effect from 1 April, 2023 (i.e. for FY 2023-24); and Rs. 1,40,00,000 (Rupees One Crore Forty Lacs only) per annum from 1 April, 2024 onwards (i.e. from FY 2024-25 onwards).
- 2. **Perquisites / Benefits**: In addition to the above salary, Mr. Jaiswal shall also be entitled to the following perquisites / benefits:
  - i. Housing Rent Allowance @50% of Basic Salary Rs. 65,00,000 (Rupees Sixty-Five Lacs Only) per annum for FY 2023-2024 and Rs. 70,00,000 (Rupees Seventy Lacs Only) from FY 2024-2025 onwards.
  - ii. Special Allowance Rs. 1,08,14,700 (Rupees One Crore Eight Lacs Fourteen Thousand and Seven Hundred only) per annum for FY 2023-2024 and Rs. 1,16,46,600 (Rupees One Crore Sixteen Lacs Forty-Six Thousand and Six Hundred only) from FY 2024-2025 onwards.
  - iii. Provident Fund: Contribution to Provident Fund not exceeding 12% of basic salary or such percentage limit as may be prescribed by Income Tax legislation Rs. 15,60,000 (Rupees Fifteen Lacs and Sixty Thousand only) per annum for FY 2023-2024 and Rs. 16,80,000 (Rupees Sixteen Lacs and Eighty Thousand only) from FY 2024-2025 onwards.
  - iv. Gratuity: Gratuity payable shall not exceed half a month's salary for each completed year of service Rs. 6,25,300/- (Rupees Six Lacs and Twenty-Five Thousand Three Hundred Only) per annum for FY 2023-2024 and Rs. 673,400 (Rupees Six Lacs and Seventy-Three Thousand Four Hundred Only) from FY 2024-2025 onwards.

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- v. He shall also be entitled to such other benefits and entitlements under the relevant Company Policies as applicable to the Executive's designation and role in the Company which may include but shall not be limited to Leave Travel Allowance, Medical Coverage, Health Insurance and Personal Accident coverage, Encashment of unavailed leave as per the rules of the Company.
- 3. Annual Performance Bonus (Linked to performance target to be decided every year): (a) For FY 2023-24, the Annual Performance Bonus of Rs. 1,62,50,000 (Rupees One Crore Sixty-Two Lakhs Fifty Thousand only) and One time Outperformance Bonus of Rs. 61,50,000 (Rupees Sixty-One Lakh Fifty Thousand only); and (b) From FY 2024-25 onwards, the Targeted Annual Performance Bonus of Rs. 3,00,00,000 (Rupees Three Crore only) or higher basis the achievement of performance scorecard and the exact quantum of which shall be decided by the Board of Directors based on the recommendation of Nomination and Remuneration Committee at its absolute discretion.
- 4. Any alteration or variation or revision in the fixed salary, if required shall be based on performance and to be decided by the Board of Directors, based on the recommendation of Nomination and Remuneration Committee at its absolute discretion.
- 5. From FY 2025-26 onwards, there shall be yearly revision on the then applicable total annual remuneration which shall be subject to approval of the Nomination and Remuneration Committee, or Board, or any other Committee of the Board at its absolute discretion, considering industry standards, and subject to performance of Mr. Manish Jaiswal and the Company.
- 6. Mr. Jaiswal has been granted 15,00,000 Employee Stock Options and 7,50,000 Compulsorily Convertible Preference Options under the Grihum Housing Employee Stock Option Plan 2021. Additionally, he holds 33,60,000 equity shares and 16,80,000 0.001% Compulsorily Convertible Preference Shares in the Company
- 7. **Minimum Remuneration:** In the event of loss or inadequacy of profits in any financial year during the term of office of Mr. Jaiswal as MD & CEO, the Company will pay to Mr. Jaiswal in respect of such financial years in which such inadequacy or loss arises or a period of three years, whichever is lower, the remuneration as set above by way of consolidated salary, perquisites including perquisites arising out of exercise of any stock options granted to Mr. Jaiswal and allowances as minimum remuneration, in accordance with the provisions of Section 197 and/or Schedule V of the Act or such higher limit as may be approved by the Central Government or other appropriate authority, if any, required in this regard.
- 8. Mr. Jaiswal shall not be paid any sitting fees for attending the meetings of the Board or Committees thereof.

Information pertaining to revision in remuneration to Mr. Jaiswal in accordance with the requirement of Schedule V, Part II, Section II, Clause A of the Companies Act 2013 and the provisions of the Secretarial Standards 2 issued by the Institute of Company Secretaries of India is given in **Annexure A** to this explanatory statement.

The Board recommends the passing of the **Special Resolution** as set out in **Item No.1** of the Notice.

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None of the other Directors or Key Managerial Personnel of the Company including their relatives are, in any way, concerned or interested, financially or otherwise, in the proposed resolution except Mr. Manish Jaiswal to the extent of his shareholding in the Company.

Place: Pune

Dated: 31 May, 2024

**Corporate Office** 602, 6th Floor, Zero One IT Park, Sr. No. 79/1, Ghorpadi, Mundhwa Road, Pune – 411036 By Order of the Board of Directors For **Grihum Housing Finance Limited** (Formerly, Poonawalla Housing Finance Limited)

Sd/-

Vaishnavi Suratwala **Company Secretary** Membership No. A41827

### **Grihum Housing Finance Limited**



#### Annexure A

Information pursuant to the provisions of the Secretarial Standards - 2 issued by the Institute of Company Secretaries of India				
Name of the Director	Mr. Manish Jaiswal			
Director Identification	07859441			
Number (DIN)				
Date of Birth and Age	24 July 1969 (54 Years)			
Qualifications	Bachelor of Engineering from Visvesvaraya National Institute of Technology,			
	Nagpur and Fast Track General Management Program from IIM, Bangalore.			
Experience/ Brief Resume	Mr. Manish Jaiswal took over as the Company's Managing Director and Chief Executive Officer in June 2017.			
	He is a Mechanical engineer from VNIT, Nagpur, and has also done his Fast Track General Management from IIM, Bangalore.			
	He has over 30 years of business experience in Banking, Financial Services, and Heavy Engineering Industry.			
	Before the Company, Mr. Jaiswal was a Senior Director at CRISIL wherein he led multiple businesses of Risk Advisory, Risk Solutions, SME Ratings, and CRISIL's eminent Research Business (Industry, Economy, Fixed Income, and Capital Market Research) in a series of stints. He led the implementation of Basel III Integrated Risk Management with most Banks and NBFCs in domestic and EEMEA regions with a specialization on internal credit risk rating models.			
	Before CRISIL, Mr. Jaiswal's expertise has been in building businesses grounds up or turning them around across institutions of eminence like Citi, Fullerton (Temasek Company), Eicher (collaboration with Mitsubishi Motors), and Dhanalaxmi Bank Limited.			
	Over the last three decades, he has made deep contributions in SME Banking and retail Assets Financing with experience of assets management over 25,000 crores.			
	Mr. Jaiswal has also been involved in various policy-making roles. He was a member of the SEBI's committee led by Mrs. Shyamala Gopinath on Corporate Bonds and Securitization Advisory Committee (CoBoSAC) for corporate bond development in the country. He has worked with the country's foremost pension fund EPFO and regulator PFRDA on investment advisory. He was a member of the Usha Thorat Committee "Revitalization of Distressed Assets" which led to the implementation of Special Mention Assets categorization. He has assisted in shaping the Government's Credit Guarantee program for NBFCs and, also assisted in the development of the ECLGS program to revive stressed MSMEs during the pandemic.			

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Terms and conditions of appointment or reappointment or proposed to be paid (including sitting fees), if any  Remuneration last drawn (including sitting fees), if any, (FY 23-24)  Date of first appointment on the Board Shareholding in the Company  Relationship with other Directors, Managerial Personnel of the company  Number of Meetings of the Board attended during the year (i.e., FY 24-25)  Directorships of other companies (excluding foreign companies)  Membership / Chairmanship of Committees of other Boards (excluding foreign companies)  The re-appointment was approved vide shareholders meeting dated 21 June, 2022. The terms and conditions may be referred to in the notice dated 18 June, 2022 at https://grihumhousing.com/secretarial-disclosures.php  As stated in the resolution no. 1 and explanatory statement to Item No. 1 of this Notice  Notice  Rs. 16,35,17,420 (Rupees Sixteen Crore Thirty-Five Lakhs Seventeen Thousand Four Hundred and Twenty Only) (including perquisites, as per the latest audited Financial Statements as on 31 March, 2024)  26 July, 2017  No inter-se relationship with any other Director or KMP of the Company  No. of Meeting held: 2  No. of Meeting attended: 1  Nil  Nil  Nil  Nil  Asstated in the resolution no. 1 and explanatory statement to Item No. 1 of this Notice  Stated in the resolution no. 1 and explanatory statement to Item No. 1 of this Notice  Stated in the resolution no. 1 and explanatory statement to Item No. 1 of this Notice  Notice  10				
appointment  Remuneration proposed to be paid (including sitting fees), if any  Remuneration last drawn (including sitting fees), if any  Remuneration last drawn (including sitting fees), if any, (FY 23-24)  Date of first appointment on the Board  Shareholding in the Company  Relationship with other Directors, Manager and other Key Managerial Personnel of the company  Number of Meetings of the Board attended during the year (i.e., FY 24-25)  Directorships of other companies (excluding foreign companies)  Membership / Chairmanship of Committees of other Boards (excluding foreign)  As stated in the resolution no. 1 and explanatory statement to Item No. 1 of this Notice  As stated in the resolution no. 1 and explanatory statement to Item No. 1 of this Notice  As stated in the resolution no. 1 and explanatory statement to Item No. 1 of this Notice  As stated in the resolution no. 1 and explanatory statement to Item No. 1 of this Notice  Shated in the resolution no. 1 and explanatory statement to Item No. 1 of this Notice  Four Hundred and Twenty Only) (including perquisites, as per the latest audited Financial Statements as on 31 March, 2024)  26 July, 2017  No inter-se relationship with any other Director or KMP of the Company  No inter-se relationship with any other Director or KMP of the Company  No of Meeting held: 2  No. of Meeting held: 2  No. of Meeting attended: 1  Nill  Chairmanship of Committees of other Boards (excluding foreign	Terms and conditions of			
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(including sitting fees), if any, (FY 23-24)  Date of first appointment on the Board  Shareholding in the Company  Relationship with other Directors, Manager and other Key Managerial Personnel of the company  Number of Meetings of the Board attended during the year (i.e., FY 24-25)  Directorships of other companies (excluding foreign companies)  Membership / Chairmanship of Committees of other Boards (excluding foreign comparies)  Four Hundred and Twenty Only) (including perquisites, as per the latest audited Financial Statements as on 31 March, 2024)  1.03%  1.03%  No inter-se relationship with any other Director or KMP of the Company  No. of Meeting held: 2  No. of Meeting attended: 1  Nil  Nil  Nil	sitting fees), if any			
any, (FY 23-24)  Date of first appointment on the Board  Shareholding in the Company  Relationship with other Directors, Manager and other Key Managerial Personnel of the company  Number of Meetings of the Board attended during the year (i.e., FY 24-25)  Directorships of other companies (excluding foreign companies)  Membership / Chairmanship of Committees of other Boards (excluding foreign managerial parts)  Pinancial Statements as on 31 March, 2024)  26 July, 2017  1.03%  No inter-se relationship with any other Director or KMP of the Company  No inter-se relationship with any other Director or KMP of the Company  No inter-se relationship with any other Director or KMP of the Company  No inter-se relationship with any other Director or KMP of the Company  No inter-se relationship with any other Director or KMP of the Company  No inter-se relationship with any other Director or KMP of the Company  No inter-se relationship with any other Director or KMP of the Company  No inter-se relationship with any other Director or KMP of the Company  No inter-se relationship with any other Director or KMP of the Company  No inter-se relationship with any other Director or KMP of the Company  No inter-se relationship with any other Director or KMP of the Company  No inter-se relationship with any other Director or KMP of the Company  No inter-se relationship with any other Director or KMP of the Company  No inter-se relationship with any other Director or KMP of the Company  No inter-se relationship with any other Director or KMP of the Company  No inter-se relationship with any other Director or KMP of the Company  No inter-se relationship with any other Director or KMP of the Company  No inter-se relationship with any other Director or KMP of the Company  No inter-se relationship with any other Director or KMP of the Company  No inter-se relationship with any other Director or KMP of the Company  No inter-se relationship with any other Director or KMP of the Company  No inter-se relationship with any other Director or KMP	Remuneration last drawn	Rs. 16,35,17,420 (Rupees Sixteen Crore Thirty-Five Lakhs Seventeen Thousand		
Date of first appointment on the Board  Shareholding in the Company  Relationship with other Directors, Manager and other Key Managerial Personnel of the company  Number of Meetings of the Board attended during the year (i.e., FY 24-25)  Directorships of other companies (excluding foreign companies)  Membership / Chairmanship of Committees of other Boards (excluding foreign	(including sitting fees), if	Four Hundred and Twenty Only) (including perquisites, as per the latest audited		
Shareholding in the Company  Relationship with other Directors, Manager and other Key Managerial Personnel of the company  Number of Meetings of the Board attended during the year (i.e., FY 24-25)  Directorships of other companies (excluding foreign companies)  Membership / Chairmanship of Committees of other Boards (excluding foreign	any, (FY 23-24)	Financial Statements as on 31 March, 2024)		
Shareholding in the Company  Relationship with other Directors, Manager and other Key Managerial Personnel of the company  Number of Meetings of the Board attended during the year (i.e., FY 24-25)  Directorships of other companies (excluding foreign companies)  Membership / Chairmanship of Committees of other Boards (excluding foreign  Membership / Committees of other Boards (excluding foreign  Membership / Committees of other Boards (excluding foreign	Date of first appointment	26 July, 2017		
Relationship with other Directors, Manager and other Key Managerial Personnel of the company  Number of Meetings of the Board attended during the year (i.e., FY 24-25)  Directorships of other companies (excluding foreign companies)  Membership / Chairmanship of Committees of other Boards (excluding foreign	on the Board			
Relationship with other Directors, Manager and other Key Managerial Personnel of the company Number of Meetings of the Board attended during the year (i.e., FY 24-25) Directorships of other companies (excluding foreign companies)  Membership / Chairmanship of Committees of other Boards (excluding foreign  No inter-se relationship with any other Director or KMP of the Company  No. of Meeting held: 2 No. of Meeting attended: 1  Nil  Nil  Chairmanship of Committees of other Boards (excluding foreign	Shareholding in the	1.03%		
Directors, Manager and other Key Managerial Personnel of the company  Number of Meetings of the Board attended during the year (i.e., FY 24-25)  Directorships of other companies (excluding foreign companies)  Membership / Chairmanship of Committees of other Boards (excluding foreign	Company			
other Key Managerial Personnel of the company  Number of Meetings of the Board attended during the year (i.e., FY 24-25)  Directorships of other companies (excluding foreign companies)  Membership / Chairmanship of Committees of other Boards (excluding foreign	Relationship with other	No <i>inter-se</i> relationship with any other Director or KMP of the Company		
Personnel of the company  Number of Meetings of the Board attended during the year (i.e., FY 24-25)  Directorships of other companies (excluding foreign companies)  Membership / Chairmanship of Committees of other Boards (excluding foreign	Directors, Manager and			
Number of Meetings of the Board attended during the year (i.e., FY 24-25)  Directorships of other companies (excluding foreign companies)  Membership / Chairmanship of Committees of other Boards (excluding foreign	other Key Managerial			
the Board attended during the year (i.e., FY 24-25)  Directorships of other companies (excluding foreign companies)  Membership / Chairmanship of Committees of other Boards (excluding foreign	Personnel of the company			
the year (i.e., FY 24-25)  Directorships of other companies (excluding foreign companies)  Membership / Nil  Chairmanship of Committees of other Boards (excluding foreign	Number of Meetings of	No. of Meeting held: 2		
Directorships of other companies (excluding foreign companies)  Membership / Nil  Chairmanship of Committees of other Boards (excluding foreign	the Board attended during	No. of Meeting attended: 1		
companies (excluding foreign companies)  Membership / Nil Chairmanship of Committees of other Boards (excluding foreign	the year (i.e., FY 24-25)			
foreign companies)  Membership / Nil  Chairmanship of  Committees of other  Boards (excluding foreign	Directorships of other	Nil		
Membership / Nil Chairmanship of Committees of other Boards (excluding foreign	companies (excluding			
Chairmanship of Committees of other Boards (excluding foreign	foreign companies)			
Committees of other Boards (excluding foreign	• -	Nil		
Boards (excluding foreign	· ·			
	Committees of other			
companies)	Boards (excluding foreign			
• •	companies)			

## **Grihum Housing Finance Limited**



Information pursuant to Schedule V, Part II, Section II, Clause A of the Companies Act, 2013					
I. General Information	•	•	•	•	
Nature of industry	The Company is a Housing Finance Company, engaged in retail financing				
Date or expected date of					
commencement of					
commercial production	company on 25 October, 2004 with the National Housing Bank. The name of the				
p	Company was changed from Poonawala Housing Finance Limited to the present				
	name on 17 Novemb		<b>0</b>		
In case of new companies,	Not applicable				
expected date of	The applicable				
commencement of					
activities as per project					
approved by financial					
institutions appearing in					
the prospectus					
Financial performance	Particulars	Audited figure	Audited figure	Audited figure	
during the last three		for FY 2023-24	for FY 2022-23	for FY 2021-22	
financial periods		(Rs. in Crores)	(Rs. in Crores)	(Rs. in Crores)	
	Total Income	1045.65	716.05	470.15	
	Total Expenses	862.40	561.86	368.99	
	Profit/(Loss)	183.25	154.19	101.16	
	before tax				
	Provision for	43.29	38.97	23.77	
	taxation				
	Profit/(Loss) after	139.96	115.22	77.39	
	tax				
Foreign investments or	Perseus SG Pte. Ltd, a private Company incorporated under laws of Singapore				
collaborations, if any	holds 98.90% of the to	otal equity share cap	oital of the Compan	y, and is the Holding	
	Company. There is no	foreign collaborati	on in the Company	•	
II. Information about the A	Appointee				
Background details	Mr. Manish Jaiswal, aged 54 years, is a Bachelor of Engineering from				
	Visvesvaraya national Institute of Technology, Nagpur and has also competed				
	his Fast Track General Management Program from IIM, Bangalore. He served as				
	Sr. Director & Business Head – SME Ratings and Ecosystem Business, CRISIL,				
	Mumbai and also se			·	
	(SME) Group at Dha		•	•	
	Managing Director ar				
Past remuneration (FY 23-	Rs. 16,35,17,420 (Rupees Sixteen Crore Thirty-Five Lakhs Seventeen Thousand				
24)	Four Hundred and Tw		• • • •	er the latest audited	
	Financial Statements as on 31 March, 2024)				
Recognition or awards	He has served as Sr. Director & Business Head – SME Ratings and Ecosystem				
	Business, CRISIL, Mu				
	Medium Enterprises				
	over 30 years, he ha			h as Fullerton India	
	Credit Company, Citik	oank and Eicher Mo	tors.		

## **Grihum Housing Finance Limited**

(Formerly, Poonawalla Housing Finance Limited)

**CIN:** U65922PN2004PLC208751 | **€** 020-67808091 | **⊠** info@grihumhousing.com



Job profile and his suitability	As the MD & CEO, Mr. Manish Jaiswal is responsible for the overall supervision and control of the Company. In a career of over 30 years, he has held key				
	positions in companies such as Fullerton India Credit Company, Citibank and				
	Eicher Motors and has a vast experience in the finance industry.				
Remuneration proposed	As stated in the resolution no. 1 and explanatory statement to Item No. 1 of this				
	Notice				
Comparative remuneration	Taking into consideration the size of the Company, the profile of Mr. Jaiswal, his				
profile with respect to	responsibilities, the industry benchmarks, the remuneration proposed to be				
industry, size of the	paid is commensurate with the remuneration packages paid to similar senior				
company, profile of the	level counterpart(s) in other companies in the industry.				
position and person (in case					
of expatriates the relevant					
details would be with					
respect to the country of his					
origin)					
Pecuniary relationship	None, except the remuneration being drawn as the MD & CEO of the Company.				
directly or indirectly with					
the company, or					
relationship with the					
managerial personnel or					
other director, if any					
III. Other information:					
Reasons of loss or	This information will be provided in such years when the loss or inadequacy has				
inadequate profits	taken place.				
Steps taken or proposed to					
be taken for improvement					
Expected increase in					
productivity and profits in					
measurable terms					
IV. Disclosures					
Disclosures pursuant to claus	Disclosures pursuant to clause (IV) of Part II of Schedule V of the Companies Act, 2013 are mentioned in the				
Board's Report for the financi	al year ended 2023-24.				

# **Grihum Housing Finance Limited**