

CLIX HOUSING FINANCE LIMITED

CIN: : U65999DL2016PLC308791, PAN: AAGCC7223E,
Regd. Office: Plot No. 23, 5th Floor, Aggarwal corporate Tower, Govind Lal Sikka Marg, Rajendra Place, New Delhi- 110008

NOTICE

NOTICE OF 7TH ANNUAL GENERAL MEETING OF MEMBERS OF THE CLIX HOUSING FINANCE LIMITED (“THE COMPANY”) WILL BE HELD ON, SHORTER NOTICE, ON FRIDAY, 29TH SEPTEMBER, 2023 AT 3:00 P.M. THROUGH VIDEO CONFERENCING OR OTHER AUDIO-VISUAL MEANS (OVAM) AT PLOT NO. 23, 5TH FLOOR, AGGARWAL CORPORATE TOWER, GOVIND LAL SIKKA MARG, RAJENDRA PLACE, NEW DELHI- 110008.

ORDINARY BUSINESS:

1. Adoption of Financial Statements along with Reports:

To consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2023 along with the reports of the Directors and Auditors thereon.

2. Re-appoint Director liable to retire by rotation

To approve re-appointment of Mr. Vikram Rathi (DIN: 08769167), who retires by rotation and, being eligible, offers himself for the same.

SPECIAL BUSINESS:

3. Appointment of Ms. Aparna Bihany (DIN: 09039798) as a Director

To consider and, if thought fit, to pass, with or without modification, the following as an ORDINARY RESOLUTION:

“RESOLVED THAT pursuant to the provisions of Section 161 of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014, and other applicable provisions of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof for the time being in force) and pursuant to the provisions of the Articles of Association, Ms. Aparna Bihany (DIN: 09039798) who was appointed as an Additional Director by the Board of Directors to hold office upto the date of AGM, be and is hereby appointed as a Director of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorised to do all such acts, deeds, matters and things as may be considered necessary and incidental for giving effect to this resolution.”

4. Appointment of Ms. Aparna Bihany as the Wholetime Director

To consider and, if thought fit, to pass, with or without modification, the following as an ORDINARY RESOLUTION:

“RESOLVED THAT subject to provisions of Section 196 and other applicable provisions of the Companies Act, 2013 and relevant rules made thereunder, including any statutory modifications or re-enactment thereof, for the time being in force and the applicable provisions of Articles of Association of the Company, Ms. Aparna Bihany (DIN: 09039798), Director designated as Wholetime Director, who holds office as such up to the date

of the Annual General Meeting be and is hereby appointed as Whole Time Director of the Company for 5 years w.e.f. 2nd December, 2022 to 1st December, 2027, liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to alter and vary the terms and conditions of the appointment and/or remuneration, if any, based on the recommendation of the Nomination & Remuneration Committee subject to the same not exceeding the limits specified under Section 197 read with Schedule V of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force).

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and matters and things as in its absolute discretion it may consider necessary, expedient and desirable to give effect to this resolution.”

**BY ORDER OF THE BOARD
FOR CLIX HOUSING FINANCE LIMITED**

**COMPANY SECRETARY
MEMBERSHIP NO. A17923**

**Date: 26TH SEPTEMBER, 2023
Place: Gurugram**

Notes:

1. As the meeting is being held via audio visual means, and physical attendance of the members have been dispensed with, the facility to appoint a proxy by the members will not be available. Accordingly, the facility for appointment of proxies by the members will not be available for AGM and hence the proxy form and attendance slip are not annexed to this notice.
2. In compliance with the said requirements of the MCA Circulars, electronic copy of the Notice along with the Annual Report for the financial year ended 31st March, 2023 consisting of financial statements including Board's Report, Auditors' Report and other documents required to be attached therewith (Collectively referred to as Notice) have been sent to all the members on their e- mail ids registered with the Company through electronic means and no physical copy of the Notice has been sent by the Company to any member.
3. The Meeting allows Two-way Teleconferencing for the ease of participation of the Members. Members are requested to notify their Change of Address or e-mail ID, if any to the Company immediately.
4. The participants are allowed to pose questions concurrently and also given time to submit questions in advance on the e-mail address of the company i.e. clix.listing@clix-capital.com
5. The facility for joining the Meeting through Video Conferencing (VC) shall be open before 15 minutes from the time scheduled to start the meeting.
6. The Chairman for the Meeting shall be appointed in accordance with the Section 104 of the Companies act, 2013.
7. Attendance of Members through Video Conferencing (VC) or Other Audio-Visual Means (OAVM) shall be counted for the purpose of reckoning the Quorum under Section 103 of the Companies Act, 2013.
8. Since the AGM is being held through VC as per the MCA circulars, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be made available for the AGM and hence the proxy form and attendance slip are not annexed to this notice.
9. In terms of the provisions of Section 112 and 113 of the Act read with the said Circulars, Corporate Shareholders are entitled to appoint their authorized representatives to attend the AGM through VC/OAVM on their behalf

and participate thereat. Such Corporate Shareholders are required to send the certified copy of the Board resolution authorizing their representative to attend the AGM through VC and vote on their behalf, to clix.listing@clix-capital.com before the Annual General Meeting.

10. The proceedings of the meeting shall be recorded and shall be kept in the safe custody of the Company. Such recording shall be made available at the request of the members.
11. All Documents referred to in the accompanying notice shall be open for inspection on the date of Annual General Meeting of the Company.
12. The Chairman may decide to conduct a vote by Show of Hands, unless a demand for poll is made by any member in accordance with section 109 of the Act. In case the counting of votes requires time, the said meeting may be adjourned and called later to declare the result.
13. During the meeting held through VC or OAVM facility, where a poll on any item is required, the members shall cast their vote on the resolutions only by sending emails through their email addresses which are registered with the company to designated email address of the company clix.listing@clix-capital.com
14. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts and Arrangements in which Directors are interested maintained under Section 189 of the Companies Act, 2013 shall be made available only in electronic form for inspection during the Meeting through VC which can be accessed through a sharing link.
15. The Link for the meeting and the detailed instructions for joining the link will be shared in the due course.

Explanatory Statement under Section 102 of the Companies Act, 2013

Item No. 3 & 4

The Board of Directors of the Company had on the recommendations of the Nomination & Remuneration Committee (NRC) and in pursuance of the provisions of Section 161, 196 & applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulation (LODR), appointed Ms. Aparna Bihany (DIN – 09039798) as a Director of the Company to hold office upto the Annual General Meeting.

Further, subject to the approval of Shareholders, the Board of Directors of the Company had, on the recommendations of the NRC, in its meeting held on 2nd December, 2022, appointed her as the Wholetime Director of the Company under the provisions of Section 196, applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulation (LODR), for a period of 5 years i.e. upto 1st December, 2027.

Ms. Aparna Bihany possess strong entrepreneurial mindset with 18+ years experience in Business & Product Development, Alliance Management, Portfolio Maintenance & Hygiene and Process Reengineering involving Start up as well growth organization. Result oriented executive with diverse functional expertise across products, credit underwriting, operations and business management in the SME space for both secured and unsecured products in Banks & NBFCs (Business Banking, Trade Finance & Channel Finance). Currently, she is working with Clix Capital Services prior to her present appointment she has worked with some of the leading Corporates like IndusInd Bank Limited, ICICI Bank Limited.

Aparna has completed her Executive programme on Product Development from IIM, Bangalore in 2019, Diploma in Information & System Audit (DISA) from ICAI in 2004, Certification from CDSL for Auditor training conducted by BSE Training Institute in 2003, Chartered Accountant form ICAI in 2002. She did her graduation in Commerce from Delhi University in 2001.

The Company has received from Ms. Bihany (i) Consent to act as Director in Form DIR-2; (ii) Intimation in Form DIR-8, to the effect that he is not disqualified to be appointed as Director under Section 164(2) of the Act; and a certificate stating that he is not debarred from appointment pursuant to any order of SEBI or any other Authority.

Notice in writing alongwith the deposit has been received from a member under Section 160 of the Companies Act, 2013.

The Board recommends the resolution set out at item no. 3 & 4 of this notice, for approval of the Shareholders by way of Ordinary Resolutions.

**BY ORDER OF THE BOARD
FOR CLIX HOUSING FINANCE LIMITED**

**COMPANY SECRETARY
MEMBERSHIP NO. A17923**

**Date: 26TH SEPTEMBER, 2023
Place: Gurugram**