

**NOTICE OF EXTRAORDINARY GENERAL MEETING (EGM)**

NOTICE is hereby given that an Extra-Ordinary General Meeting of the Members of ART Housing Finance (India) Limited will be held on Wednesday, the June 10, 2020 at 03:45 P.M. through electronic mode to transact the following businesses at a *shorter Notice*:

**AS SPECIAL BUSINESS:**

**Item No.1: To consider and approve appointment of Statutory Auditors to fill casual vacancy and in this regard to consider and if thought fit, pass with or without modification the following Resolution as *Special Resolution*:**

**“RESOLVED THAT** pursuant to the provisions of Section 139(8) and other applicable provisions, if any, of the Companies Act, 2013 as amended from time to time or any other law for the time being in force (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force), M/s. S M M P & Associates, Chartered Accountants (FRN 120438W), be and are hereby appointed as Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s. Walker Chandiook & Co. LLP (FRN No. 001076N / N500013).”

**RESOLVED FURTHER THAT** M/s. S M M P & Associates, Chartered Accountants (FRN 120438W), be and are hereby appointed as Statutory Auditors of the Company from this Extraordinary General Meeting and that they shall hold the office of the Statutory Auditors of the Company from the conclusion of this meeting until the conclusion of the ensuing Annual General Meeting and that they shall conduct the Statutory Audit for the period ended 31st March, 2020 on such remuneration as may be fixed by the Board of Directors in consultation with them.

**RESOLVED FURTHER THAT** the Directors or the Company Secretary of the Company, be and are hereby authorised severally to file necessary forms / returns / documents with the Registrar of Companies, National Housing Bank, and / or any other Regulatory Bodies, as may be required, to finalise, settle and execute such documents / deeds / writings / papers / agreements, as may be required, to provide a certified true copy of the aforesaid resolution, to settle any doubts / queries in connection with the aforesaid resolution and to do all such acts, deeds and things, as may be required, to give full effect to the aforesaid resolution.”

By Order of the Board of Directors  
**For ART Housing Finance (India) Limited**

**Date: June 09, 2020**  
**Place: Gurugram**

Sd/-  
Ritika Sati  
Company Secretary  
Membership No: ACS- 24016  
574/3, Prem Nagar, Sector 12A Road,  
Gurugram, Haryana- 122001

## NOTES

1. The said meeting is being scheduled via electronic mode in compliance with the relaxations clarified by Ministry of Corporate Affairs (MCA) by the General Circular No. 14/2020 dated April 8th 2020 read with General Circular No. 17/2020 dated April 13th, 2020.
2. Pursuant to the requirements of aforementioned Circulars limiting the approval of members for passing of ordinary resolution, the said item being Special Business is put up for approval as Special Resolution.
3. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND A 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.**
4. An Explanatory Statement as required by section 102 of the Companies Act, 2013 and under other provisions and rules as may be applicable setting out material facts, in respect of all special business as set out in the Notice is annexed hereto.
5. Members who are body corporate intending to appoint their authorised representative(s) to attend the Extra-Ordinary General Meeting are requested to send to the Company on [ritika.sati@arthfc.com](mailto:ritika.sati@arthfc.com) / [secretarial@arthfc.com](mailto:secretarial@arthfc.com), a certified copy of the resolution of its Board of Directors / other governing body authorising their representative(s) to attend and vote on their behalf at the AGM, pursuant to Section 113 of the Act.
6. Members are requested to notify the change in the Registered Address, if any, along with the Pin code number immediately to the Company.
7. 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 June 10, 2020, to enable the Company to hold the meeting on June 10, 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.

8. 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.
9. In case of any query, the members are requested to contact on [ritika.sati@arthfc.com](mailto:ritika.sati@arthfc.com)/ [secretarial@arthfc.com](mailto:secretarial@arthfc.com).
10. The process of participation in the Meeting through electronic mode is as follows:

#### I. Via Desktop/Laptop:

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

Step 1: Open the application by clicking on the URL:

<https://bluejeans.com/895154575>

Step 2: Select the Option **“Use Computer Audio”**

Step 3: On the top of the screen please find Audio and Video buttons which can be toggled to ON and OFF

Step 4: Click on the **“Join Meeting Now”** button.

Note:

1. To the bottom left of the screen there are 3 buttons available for ‘People View, Speaker View, Gallery View’. It is recommended to view in **“Gallery View”** as this option splits screen amongst 10 users at any point in time.
2. On the top left there is pane to view people who all are connected under **“People”** and to **“Chat”**.

#### II. Via Mobile:

Step 1: Download **“Blue Jeans”** application from Play Store/ App Store.

Step 2: **Allow** the application to access photos, media and files on your device

Step 3: Click on **“Join a meeting or Event”**

Step 4: Input **Meeting Id: 895154575** and **Pass Code: 1111**

Step 5: Click on **“App audio and Video”**

Step 6: Check if Microphone and Video buttons are toggled to **“ON”**

Step 7: Click on **“Join Meeting”**

#### Network Connectivity Check:

- **Test Meeting:** You can also check your connection, audio, and video by joining test meeting (available 24\*7). To join, please go to [bluejeans.com/111](https://bluejeans.com/111).

**ART HOUSING FINANCE (INDIA) LIMITED**

(Formerly known as ART Affordable Housing Finance (India) Limited)

Registered Office: 107, Best Sky Tower, Netaji Subhash Place, Pitampura, Delhi –110034 | CIN: U65999DL2013PLC255432

Regional Hub: 49, Udyog Vihar, Phase-IV, Gurugram-122015, Haryana | Phone: +91 124 6622200

E-mail: [contact@arthfc.com](mailto:contact@arthfc.com) | [www.arthfc.com](http://www.arthfc.com)

- **Wi-fi:** If using Wi fi, make sure your signal is strong, and stay as close as possible to the Wifi access point. Wired/ethernet cable is preferable, when possible, as it offers a more stable connection.
- **Hotspot:** In the absence of Wifi you can connect on mobile. If you wish to connect on Laptop using mobile data, turn on Hotspot under “Network and Internet” settings on mobile. And switch on wi fi on laptop (The name of “wi-fi” would be your mobile model if no prior set-up is done) and follow the standard procedure.
- **Laptop Battery:** For laptops, make sure your computer isn’t in a low battery state. Plugin the power cord and if using windows, change your power settings to “high performance”.
- **Limit Household Bandwidth In Use:** Try to avoid having other activities competing for Internet use at the same time as your BlueJeans video calls. For instance, if you have quality issues, ask others in the household to refrain from watching streaming videos, downloading files, or playing online games during your BlueJeans meetings.

#### 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.

IT Help Desk:

Escalation 1:

Ranjeet Singh, Contact No. : 9990098808

Aftab Ali, Contact No. : 7291092565

Escalation 2:

Dominic Vijay, Contact No : 9711809793

Note:

As everyone is aware of the present load on digital communication systems and stressed bandwidth due to pandemic situations few technical glitches may as mentioned below may arise.

1. Jittering of images
2. Buffering
3. Delay in voice transmission
4. Delay in body moments
5. Delay in PPT change over

These technical issues when encountered, users are advised to disconnect and re-login to join the call. Technical issues may arise as we will be working on open and shared internet bandwidth.

**ART HOUSING FINANCE (INDIA) LIMITED**

(Formerly known as ART Affordable Housing Finance (India) Limited)

Registered Office: 107, Best Sky Tower, Netaji Subhash Place, Pitampura, Delhi –110034 | CIN: U65999DL2013PLC255432

Regional Hub: 49, Udyog Vihar, Phase-IV, Gurugram-122015, Haryana | Phone: +911246622200

E-mail: [contact@arthfc.com](mailto:contact@arthfc.com) | [www.arthfc.com](http://www.arthfc.com)

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 ("THE ACT")**

**Item No. 1**

M/s. Walker Chandiook & Co. LLP (FRN No. 001076N / N500013) have tendered their resignation to act as Statutory Auditors of the Company for the financial year 2019-20 before completion of 5 years with transitional period, resulting into a casual vacancy in the office of Statutory Auditors of the Company as envisaged by section 139(8) of the Companies Act, 2013 ("Act"). Casual vacancy caused by the resignation of auditor can be filled by the shareholders in General Meeting within three months from the date of recommendation of the Board of Directors of the Company. The Board of Directors of the Company recommended that M/s. S M M P & Associates, Chartered Accountants (FRN 120438W) be appointed as the Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s. Walker Chandiook & Co. LLP, Chartered Accountants.

M/s. S M M P & Associates, Chartered Accountants (FRN 120438W), have conveyed their consent to be appointed as the Statutory Auditors of the Company along with a confirmation that, their appointment, if made by the members, would be within the limits prescribed under the Companies Act, 2013.

The said resolution is recommended for members' approval as Special Resolution, considering the criteria specified in the MCA Circular.

None of the Directors or Managers or Key Managerial Personnel of the Company and their relatives are in any way, concerned or interested in this Resolution.

By Order of the Board of Directors  
For ART Housing Finance (India) Limited

Date: June 09, 2020

Place: Gurugram

Sd/-  
Ritika Sati  
Company Secretary  
Membership No: ACS- 24016  
574/3, Prem Nagar, Sector 12A Road,  
Gurugram, Haryana- 122001

## **ROUTE MAP FOR EGM VENUE AND ATTENDANCE SLIP**

Considering the COVID pandemic outburst, MCA vide its circular no. 14/2020 had permitted companies to hold the EGM through electronic mode exempting physical presence of members at the venue of EGM, for maintenance of social distancing. In persistence, the meeting is being convened through electronic mode, without any physical presence of members and the proceedings of the EGM conducted shall be deemed in compliance with the Secretarial Standards on General Meeting (SS-2).

**ART HOUSING FINANCE (INDIA) LIMITED**

**(Formerly known as ART Affordable Housing Finance (India) Limited)**

**Registered Office: 107, Best Sky Tower, Netaji Subhash Place, Pitampura, Delhi –110034 | CIN: U65999DL2013PLC255432**

**Regional Hub: 49, Udyog Vihar, Phase-IV, Gurugram-122015, Haryana | Phone: +91 124 6622200**

**E-mail: [contact@arthfc.com](mailto:contact@arthfc.com) | [www.arthfc.com](http://www.arthfc.com)**