



Date: 19th April, 2024

To
National Stock Exchange of India Limited,
Exchange Plaza, Plot No. C/1, G Block,
Bandra-Kurla Complex, Bandra (East),
Mumbai – 400051
NSE Symbol: SBFC

To
BSE Limited
Phiroze Jeejeebhoy Towers,
21st Floor, Dalal Street,
Mumbai – 400001
BSE Scrip Code: 543959

Sub: Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements), 2015 - Postal Ballot Notice

Dear Sirs,

With reference to our earlier communication dated 27th March, 2024 and pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing a copy of the Postal Ballot Notice dated 26th March, 2024 seeking members' approval through a Special Resolution/(s) for the following:

Sr. No	Resolutions
1	Appointment of Mr. Ravi Venkatraman (DIN: 00307328) as Independent Director for a period of five years
2	Appointment of Mr. Koni Uttam Nayak (DIN: 02543830) as Independent Director for a period of five years

The Company has dispatched the said Notice to the shareholders through email on 19th April, 2024 and the postal ballot notice is also available on the website of the Company at www.sbfc.com. In respect of resolutions placed for approval through Postal Ballot, the Company has engaged the services of KFin Technologies Limited to provide remote e-voting facility to its Members and the communication of assent or dissent of the Members would only take place through the remote e-voting system. The remote e-voting period commences on Saturday, 20th April, 2024 at 9:00 a.m. (IST) and ends on Sunday, 19th May, 2024 at 5:00 p.m. (IST).

You are requested to take the above on record.

Thanking you,

Yours faithfully,

For SBFC Finance Limited
(Erstwhile SBFC Finance Private Limited)



Jay Mistry
Company Secretary & Chief Compliance Officer
ICSI Membership No : A34264
Encl: As above



NOTICE OF POSTAL BALLOT

[Pursuant to Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, each as amended.]

VOTING STARTS ON	VOTING ENDS ON
Saturday, 20 th April, 2024 at 9:00 a.m. (IST)	Sunday, 19 th May, 2024 at 5:00 p.m. (IST)

Dear Member(s),

NOTICE is hereby given pursuant to Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013, ('**Act**') (including any statutory modification or re-enactment thereof for the time being in force), read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, ('**Rules**'), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('**SEBI Listing Regulations**'), Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ('**SS-2**'), each as amended, and in accordance with the requirements prescribed by the Ministry of Corporate Affairs ('**MCA**') for holding general meetings/ conducting postal ballot process through e-voting vide General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, and subsequent circulars issued in this regard, the latest being 09/2023 dated September 25, 2023, (collectively the '**MCA Circulars**'), to transact the special businesses as set out hereunder by passing Special Resolution by way of postal ballot only by voting through electronic means ('**remote e-voting**').

Pursuant to Section 102 and Section 110 and other applicable provisions of the Act, the statement pertaining to the said resolution(s) setting out the material facts and the reasons/ rationale thereof is annexed to this Postal Ballot Notice ('**Notice**') for your consideration and forms part of this Notice.

In compliance with the MCA Circulars, **SBFC Finance Limited** ('**Company/SBFC**') is sending this Notice ONLY in electronic form to those Members whose e-mail addresses are registered with the Company/Registrar and Transfer Agent ('**KFIN**'/'**RTA**')/ Depositories. Accordingly, a physical copy of the Notice along with the Postal Ballot Form and pre-paid business reply envelope is not being sent to the Members for this Postal Ballot. The communication of the assent or dissent of the Members would only take place through the remote e-voting system. The detailed procedure for remote e-voting forms part of the '**Notes**' section of this Notice.

In compliance with Regulation 44 of the SEBI Listing Regulations and pursuant to the provisions of Section 108 and Section 110 of the Act read with the Rules, the MCA Circulars, and SS-2, the Company is providing remote e-voting facility to its Members, to enable them to cast their votes electronically instead of submitting the Postal Ballot Form physically. The Company has engaged the services of KFin Technologies Limited, the Registrar & Share Transfer Agent of the Company for the purpose of providing a remote e-voting facility to its Members. The instructions for remote e-voting are appended to this Notice. The Notice is also available on the website of the Company <https://www.sbfc.com/investors> and in the relevant section of the website of BSE Limited ('**BSE**') www.bseindia.com and National Stock Exchange of India Limited ('**NSE**') www.nseindia.com, on which the equity shares of the Company are listed and on the website of KFIN at www.kfintech.com.

SBFC Finance Limited

(Erstwhile SBFC Finance Private Limited)

Registered Office: Unit No. 103, 1st Floor, C&B Square, Sangam Complex, Andheri Kurla Road, Village Chakala, Andheri (East) Mumbai - 400 059

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CIN No: U67190MH2008PLC178270



Members desiring to exercise their vote through the remote e-voting process are requested to carefully read the instructions indicated in this Notice and record their assent (FOR) or dissent (AGAINST) by following the procedure as stated in the 'Notes' section of this Notice for the casting of votes by remote e-voting not later than 5.00 p.m. (IST) on Sunday, 19th May, 2024. The remote e-voting facility will be disabled immediately thereafter.

SPECIAL BUSINESS

1. APPOINTMENT OF MR. RAVI VENKATRAMAN (DIN: 00307328) AS AN INDEPENDENT DIRECTOR OF THE COMPANY FOR A TERM OF 5 (FIVE) YEARS

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

"RESOLVED THAT Mr. Ravi Venkatraman (DIN: 00307328) who was appointed as an Additional Non-Executive, Independent Director of the Company with effect from 21st February, 2024 by the Board of Directors of the Company, on the recommendation of the Nomination and Remuneration Committee, in terms of provisions of Section 161 of the Companies Act, 2013 (the "Act") read with Rules framed thereunder (including any statutory amendment(s), modification(s) or re-enactment(s) thereof, for the time being in force), and in accordance with the provisions of the Articles of Association of the Company, and who is eligible for appointment and who has consented to act as a Director of the Company and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of a Director, be and is hereby appointed as a Director of the Company;

RESOLVED FURTHER THAT pursuant to the provisions of Section 149, 150, 152 read with Schedule IV of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014, and other applicable provisions, sections, rules of the Companies Act, 2013 ("the Act") and Regulation 17(1C) and 25(2A) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") as amended and to the extent notified (including any statutory modifications or re-enactment thereof for the time being in force) and in accordance with the articles of association of the Company and based on the recommendation of Nomination and Remuneration Committee and approval of the Board of Directors by resolution passed on 21st February, 2024, the appointment of Mr. Ravi Venkatraman (DIN: 00307328), who is not disqualified under Section 164(2) of the Companies Act, who has signified his consent to act as an Independent Director of the Company, and submitted a declaration that he meets the criteria for appointment of an Independent Director under the Companies Act and Listing Regulations and is eligible for appointment, as an Independent Director of the Company for a period of 5 (five) consecutive years with effect from 21st February, 2024 to 20th February, 2029, not be liable to retire by rotation be and is hereby approved;

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, each of the Directors of the Board, Mr. Aseem Dhru, Managing Director & Chief Executive Officer, Mr. Narayan Barasia, Chief Financial Officer and Mr. Jay Mistry, Company Secretary & Chief Compliance Officer, be and are hereby severally authorized to do all such acts, deeds, matters and things as they may, in their absolute discretion, deem necessary, proper or desirable for such purpose, and to make any filings,

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including with the Registrar of Companies, Maharashtra at Mumbai, furnish any returns or submit any other documents to any government, statutory or regulatory authorities as may be required, and to settle any question, difficulty or doubt and to negotiate, finalize and execute all documents, papers, instruments and writings as they may deem necessary, proper, desirable or expedient and to give such directions and/or instructions as they may from time to time decide and to accept and give effect to such modifications, changes, variations, alterations, deletions and/or additions as regards the terms and conditions as may be required; and any documents so executed and delivered or acts and things done or caused to be one shall be conclusive evidence of the authority of the Company in so doing and any document so executed and delivered or acts and things done or caused to be done prior to the date hereof are hereby ratified, confirmed and approved as the act and deed of the Company, as the case may be;

RESOLVED FURTHER THAT duly certified copies of the above resolutions be furnished to any governmental or regulatory authority by any one of the Directors, the Chief Financial Officer or the Company Secretary & Chief Compliance Officer as may be required from time to time."

2. APPOINTMENT OF MR. KONI UTTAM NAYAK (DIN: 02543830) AS AN INDEPENDENT DIRECTOR OF THE COMPANY FOR A TERM OF 5 (FIVE) YEARS

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

"RESOLVED THAT Mr. Koni Uttam Nayak (DIN: 02543830) who was appointed as an Additional Non-Executive, Independent Director of the Company with effect from 26th March, 2024 by the Board of Directors of the Company, on the recommendation of the Nomination and Remuneration Committee, in terms of provisions of Section 161 of the Companies Act, 2013 (the "Act") read with Rules framed thereunder (including any statutory amendment(s), modification(s) or re-enactment(s) thereof, for the time being in force), and in accordance with the provisions of the Articles of Association of the Company, and who is eligible for appointment and who has consented to act as a Director of the Company and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of a Director, be and is hereby appointed as a Director of the Company;

RESOLVED FURTHER THAT pursuant to the provisions of Section 149, 150, 152 read with Schedule IV of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014, and other applicable provisions, sections, rules of the Companies Act, 2013 ("the Act") and Regulation 17(1C) and 25(2A) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") as amended and to the extent notified (including any statutory modifications or re-enactment thereof for the time being in force) and in accordance with the articles of association of the Company and based on the recommendation of Nomination and Remuneration Committee and approval of the Board of Directors at its meeting held on 26th March, 2024, the appointment of Mr. Koni Uttam Nayak (DIN: 02543830), who is not disqualified under Section 164(2) of the Companies Act, who has signified his consent to act as an Independent Director of the Company, and submitted a declaration that he meets the criteria for appointment of an Independent Director under the Companies Act and Listing Regulations and is eligible for appointment, as an Independent Director of the Company, for a period of 5 (five) consecutive years with effect from 26th March, 2024 to 25th March, 2029 and not be liable to retire by rotation be and is hereby approved;

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RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, each of the Directors of the Board, Mr. Aseem Dhru, Managing Director & Chief Executive Officer, Mr. Narayan Barasia, Chief Financial Officer and Mr. Jay Mistry, Company Secretary & Chief Compliance Officer, be and are hereby severally authorized to do all such acts, deeds, matters and things as they may, in their absolute discretion, deem necessary, proper or desirable for such purpose, and to make any filings, including with the Registrar of Companies, Maharashtra at Mumbai, furnish any returns or submit any other documents to any government, statutory or regulatory authorities as may be required, and to settle any question, difficulty or doubt and to negotiate, finalize and execute all documents, papers, instruments and writings as they may deem necessary, proper, desirable or expedient and to give such directions and/or instructions as they may from time to time decide and to accept and give effect to such modifications, changes, variations, alterations, deletions and/or additions as regards the terms and conditions as may be required; and any documents so executed and delivered or acts and things done or caused to be one shall be conclusive evidence of the authority of the Company in so doing and any document so executed and delivered or acts and things done or caused to be done prior to the date hereof are hereby ratified, confirmed and approved as the act and deed of the Company, as the case may be;

RESOLVED FURTHER THAT duly certified copies of the above resolutions be furnished to any governmental or regulatory authority by any one of the Directors, the Chief Financial Officer or the Company Secretary & Chief Compliance Officer as may be required from time to time.”

By Order of the Board of Directors
For **SBFC Finance Limited**

Jay Mistry
Company Secretary & Chief Compliance Officer
ICSI Membership No.: ACS 34264

Date: 26th March, 2024

Place: Mumbai

Registered Office:

103, 1st Floor, C&B Square,
Sangam Complex, Andheri Kurla Road, Village Chakala,
Andheri (East) Mumbai 400 059

Tel: +91-22-67875300

E-mail: complianceofficer@sbfc.com

Website: www.SBFC.com

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Notes:

1. The relevant Statement under the provisions of Section 102 of the Companies Act, 2013 ('Act') read with Section 110 of the Act and Rule 22 of the Companies (Management and Administration) Rules, 2014 ('Rules'), each as amended, setting out the material facts relating to the aforesaid Resolution and the reasons thereof is annexed hereto and forms part of this Notice.
2. In terms of the MCA Circulars, the Company is sending this Notice ONLY in electronic form to those Members whose names appear in the Register of Members/List of Beneficial Owners as received by the Company from the Depositories, the Company's Registrar and Transfer Agent ('RTA'), as on Friday, 5th April, 2024 ('Cut-Off Date') and whose e-mail addresses are registered with the Company/RTA/Depositories/Depository Participants or who will register their e-mail address in accordance with the process outlined in this Notice. Physical copies of the Postal Ballot Notice along with postal ballot forms and pre-paid business reply envelopes are not being sent to members for this Postal Ballot. The voting rights of the Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the Cut-Off Date i.e., Friday, 5th April, 2024.
3. Only those Members whose names are appearing in the Register of Members / List of Beneficial Owners as on the Cut-Off Date shall be eligible to cast their votes through postal ballot by remote e-voting. A person who is not a Member on the Cut-Off Date should treat this Notice for information purposes only.

It is however clarified that all Members of the Company as on the Cut-Off Date (including those Members who may not have received this Notice due to non-registration of their e-mail addresses with the Company/ RTA/ Depositories / Depository Participants) shall be entitled to vote in relation to the aforementioned Resolutions in accordance with the process specified in this Notice.

4. In compliance with the provisions of Section 108 and Section 110 of the Act read with Rules 20 and 22 of the Rules, Regulation 44 of the SEBI Listing Regulations read with Section VI-C of the SEBI Master Circular bearing reference no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, SS-2 and the MCA Circulars, the Company is pleased to provide remote e-voting facility to its Members, to enable them to cast their votes electronically. The detailed procedure with respect to remote e-voting is mentioned in note no. 18 of this Notice.
5. The remote e-voting shall commence on Saturday, 20th April, 2024 at 9:00 a.m. (IST) and shall end on Sunday, 19th May, 2024 at 5:00 p.m. (IST) (both days inclusive). During this period, Members of the Company holding shares in physical or electronic form as on the Cut-Off Date may cast their vote electronically. The remote e-voting module shall be disabled by RTA for voting thereafter.
6. Once the vote on a resolution stated in this Notice is cast by the members through Remote e-voting, the members shall not be allowed to change it subsequently and such e-vote shall be treated as final.
7. Corporate or Institutional Members (i.e. other than individuals, HUF's, NRI's etc.) are required to send scanned copy (PDF/JPEG Format) of the relevant board resolution/authority letter, etc. together with attested specimen signature of the duly authorised signatory(ies) who are authorised to vote, to the Scrutinizer through email to cs@parikhassociates.com with a copy marked to evoting@kfintech.com

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and companysecretary@sbfc.com.

8. The Board of Directors of the Company at its Meeting held on 26th March, 2024 has appointed Ms. Jigyasa Ved (Membership No. FCS 6488) or failing her Mr. Mitesh Dhabliwala (Membership No. FCS 8331) of M/s. Parikh & Associates, Practising Company Secretaries as the Scrutinizer(s) to scrutinize the postal ballot process in a fair and transparent manner.
9. The Scrutinizer will submit his report to the Chairman or the Company Secretary, or any other person authorized by him, after scrutiny of the votes cast, on the result of the Postal Ballot within 2 working days of the closing of e-voting period i.e. on or before Tuesday, 21st May, 2024. The Scrutinizer's decision on the validity of the votes cast will be final.
10. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website <https://www.sbfc.com/investors> and on the website of <https://evoting.kfintech.com> (EVOTING AGENCY) immediately after the result is declared by the Chairman or any other person authorized by him, and the same shall be communicated to the Stock Exchanges, where the equity shares of the Company are listed. The results shall also be displayed on the notice board at the Registered Office of the Company.
11. The Special Resolutions, if passed by the requisite majority through Postal Ballot by remote e-voting, will be deemed to have been passed on the last date specified for e-voting i.e. Sunday, 19th May, 2024.
12. Resolutions passed by the Members through Postal Ballot by electronic means are deemed to have been passed as if they have been passed at a General Meeting of the Members.
13. Members are informed that in case of joint holders, only such joint holder whose name stands first in the Register of Members of the Company / Register of beneficial owners as on cut-off date as received from Depositories in respect of such joint holding will be entitled to vote.
14. Members may download the Notice from the website of the Company at <https://www.sbfc.com/investors> or from the website of KFin Technologies Limited (EVOTING AGENCY) A copy of the Notice is also available on the website of BSE at www.bseindia.com and NSE at www.nseindia.com
15. The vote in this Postal Ballot cannot be exercised through proxy.
16. The relevant details, pursuant to the provisions of SEBI Listing Regulations and SS-2, in respect of Director seeking appointment is also annexed hereto.
17. Members desirous of inspecting the documents referred to in the Notice or Explanatory Statement may send their requests to companysecretary@sbfc.com from their registered e-mail addresses mentioning their names, folio numbers, DP ID and Client ID and the documents they wish to inspect, with a self-attested copy of their PAN card attached to the email between the period - Saturday, 20th April, 2024 to Sunday, 19th May, 2024.

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18. E-voting procedure
Login method for remote e-voting for Individual shareholders holding securities in demat mode.

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	<p>1. User already registered for IDeAS facility:</p> <p>I. Visit URL: https://eservices.nsd.com</p> <p>II. Click on the “Beneficial Owner” icon under “Login” under ‘IDeAS’ section.</p> <p>III. On the new page, enter User ID and Password. Post successful authentication, click on “Access to e-voting”</p> <p>IV. Click on the company name or e-voting service provider i.e KFinTech and you will be re-directed to the e-voting service provider website for casting the vote during the remote e-voting period.</p> <p>2. User not registered for IDeAS e-Services</p> <p>I. To register click on link: https://eservices.nsd.com</p> <p>II. Select “Register Online for IDeAS” or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</p> <p>III. Proceed with completing the required fields.</p> <p>IV. Follow steps given in points 1.</p> <p>3. Alternatively by directly accessing the e-voting website of NSDL</p> <p>I. Open URL: https://www.evoting.nsd.com/</p> <p>II. Click on the icon “Login” which is available under ‘Shareholder/Member’ section.</p> <p>III. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password / OTP and a Verification Code as shown on the screen.</p> <p>IV. Post successful authentication, you will be requested to select the name of the company and the e-voting Service Provider name, i.e. KFinTech.</p> <p>V. On successful selection, you will be redirected to KFinTech e-voting page for casting your vote during the remote e-voting period.</p>

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<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<p>1. Existing users who have opted for Easi / Easiest I. Visit URL: https://web.cdslindia.com/myeasi/home/login or URL: www.cdslindia.com II. Click on New System Myeasi III. Login with your registered user id and password. IV. The user will see the e-voting Menu. The Menu will have links of ESP i.e. KFintech e-voting portal. V. Click on the e-voting service provider name to cast your vote.</p> <p>2. User not registered for Easi/Easiest I. Option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration II. Proceed with completing the required fields. III. Follow the steps given in point 1</p> <p>3. Alternatively, by directly accessing the e-voting website of CDSL I. Visit URL: www.cdslindia.com II. Provide your demat Account Number and PAN No. III. System will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. IV. After successful authentication, the user will be provided links for the respective ESP, i.e. KFintech where the e-voting is in progress.</p>
<p>Individual Shareholder login through their demat accounts / Website of Depository Participant</p>	<p>I. You can also login using the login credentials of your demat account through your DP registered with NSDL /CDSL for the e-Voting facility.</p> <p>II. Once logged-in, you will be able to see the e-voting option. Once you click on e-voting option, you will be redirected to NSDL / CDSL Depository site after successful authentication, wherein you can see e-Voting feature.</p> <p>III. Click on options available against the company name or e-voting service provider – KFintech and you will be redirected to the e-voting website of KFintech for casting your vote during the remote e-voting period without any further authentication.</p>

Important note: Members who are unable to retrieve User ID / Password are advised to use Forgot user ID and Forgot Password option available at respective websites.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Securities held with NSDL	Please contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

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Securities held with CDSL	Please contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 022-23058542-43
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Details on Step 2 are mentioned below:

II) Login method for e-voting for shareholders other than Individual's shareholders holding securities in demat mode and shareholders holding securities in physical mode.

- A. Members whose email IDs are registered with the Company/Depository Participants (s), will receive an email from KFintech which will include details of e-voting event number (EVEN), USER ID, and password. They will have to follow the following process:
- Launch the internet browser by typing the URL : <https://evoting.kfintech.com>
 - Enter the login credentials (i.e. User ID and password). In the case of the physical folio, User ID will be EVEN (e-voting event number) xxxx, followed by folio number. In case of Demat account, User ID will be your DP ID and Client ID. However, if you are already registered with KFintech for e-voting, you can use your existing User ID and password for casting the vote.
 - After entering these details appropriately, click on "LOGIN".
 - You will now reach the password change menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A- Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,\$, etc.,). The system will prompt you to change your password and update your contact details like mobile number, email ID etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.
 - You need to login again with the new credentials.
 - On successful login, the system will prompt you to select the "EVEN" i.e., 'SBFC Finance Limited' and click on "Submit"
 - On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off Date under "FOR/AGAINST" or alternatively, you may partially enter any number in "FOR" and partially "AGAINST" but the total number in "FOR/AGAINST" taken together shall not exceed your total shareholding as mentioned herein above. You may also choose the option ABSTAIN. If the Member does not indicate either "FOR" or "AGAINST" it will be treated as "ABSTAIN" and the shares held will not be counted under either head.
 - Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/demat accounts.
 - Voting has to be done for each item of the notice separately. In case you do not desire to cast your vote on any specific item, it will be treated as abstained.
 - You may then cast your vote by selecting an appropriate option and click on "Submit".
 - A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. Once you have voted on the resolution (s), you will not be allowed to modify your vote.
 - Corporate/Institutional Members (i.e. other than Individuals, HUF, NRI etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution/Authority Letter etc., together with the attested specimen signature(s) of the duly authorized representative(s), to the Scrutinizer at email id cs@parikhassociates.com with a copy

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CIN No: U67190MH2008PLC178270



marked to evoting@kfintech.com and companysecretary@sbfc.com. The scanned image of the above-mentioned documents should be in the naming format "Corporate Name_EVEN No."

- xiii. In case of any query and/or grievance, in respect of voting by electronic means, Members may refer to the Help & Frequently Asked Questions (FAQs) and e-voting user manual available at the download section of <https://evoting.kfintech.com> (KFintech Website) or email at evoting@kfintech.com or call KFintech's toll free No. 1-800-309-4001 for any further clarifications.
- B. Members whose email IDs are not registered with the Company/Depository Participants and e-voting instructions cannot be serviced, will have to follow the following process:
- i. Members who have not registered their email address, thereby not being in receipt of the Postal Ballot Notice and e-voting instructions, may get their email address and mobile number submitted with KFintech by following the below steps:

Procedure for Registration of email and Mobile number, securities in physical mode:

Physical shareholders are hereby notified that based on SEBI Circular number: SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37, dated 16th March, 2023, all holders of physical securities in listed companies shall register the postal address with PIN for their corresponding folio numbers. It shall be mandatory for the security holders to provide mobile number. Moreover, to avail online services, the security holders can register e-mail ID. Holder can register/update the contact details through submitting the requisite ISR-1 form along with the supporting documents.

ISR-1 Form can be obtained by following the link: <https://ris.kfintech.com/clientservices/isc/isrforms.aspx>. ISR Form(s) and the supporting documents can be provided by any one of the following modes.

- Through 'In Person Verification' (IPV): the authorized person of the RTA shall verify the original documents furnished by the investor and retain copy(ies) with IPV stamping with date and initials; or
- Through hard copies which are self-attested, which can be shared on the address below
KFIN Technologies Limited
Selenium Building, Tower-B, Plot No 31 & 32,
Financial District, Nanakramguda, Serilingampally,
Hyderabad, Rangareddy, Telangana India - 500 032.
- Through electronic mode with e-sign by following the link: <https://ris.kfintech.com/clientservices/isc/default.aspx#> Detailed FAQ can be found on the link: <https://ris.kfintech.com/faq.html>. For more information on updating the email and Mobile details for securities held in electronic mode, please reach out to the respective DP(s), where the DEMAT account is being held.

SBFC Finance Limited

(Erstwhile SBFC Finance Private Limited)

Registered Office: Unit No. 103, 1st Floor, C&B Square, Sangam Complex, Andheri Kurla Road, Village Chakala, Andheri (East) Mumbai - 400 059
T.: +91-22-67875300 • F: +91-22-67875334 • www.SBFC.com
CIN No: U67190MH2008PLC178270



1. Contact details for addressing e-voting grievances:

Mr. Mohammed Shanoor, M/s KFin Technologies Limited,
Selenium Tower B, Plot 31-32, Gachibowli, Financial District,
Nanakramguda, Hyderabad- 500 032, Telangana
Toll-free No.: 1800-309-4001
E-mail: einward.ris@kfintech.com

By Order of the Board of Directors
For **SBFC Finance Limited**

Jay Mistry
Company Secretary & Chief Compliance Officer
ICSI Membership No.: ACS 34264

Date: 26th March, 2024

Place: Mumbai

Registered Office:

103, 1st Floor, C&B Square,
Sangam Complex, Andheri Kurla Road, Village Chakala,
Andheri (East) Mumbai 400 059

Tel: +91-22-67875300

E-mail: complianceofficer@sbfc.com

Website: www.SBFC.com

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

The following Statement sets out all material facts relating to Resolution No. 1 and 2 mentioned in the accompanying Notice.

Item No. 1:

APPOINTMENT OF MR. RAVI VENKATRAMAN (DIN: 00307328) AS AN INDEPENDENT DIRECTOR OF THE COMPANY FOR A TERM OF 5 (FIVE) YEARS

Pursuant to Section 161 of the Companies Act, 2013 ('Act'), the Board of Directors through their resolution passed on 21st February, 2024 and based on recommendation of the Nomination & Remuneration Committee and in accordance with the articles of association of the Company, Sections 149 and 152 read with Schedule IV, to the extent applicable, and the other applicable provisions of the Companies Act, 2013, and the rules notified thereunder, each as amended (the "Companies Act") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), approved the appointment of **Mr. Ravi Venkatraman** (DIN: 00307328) as a Non-Executive Independent Director (Additional) subject to approval of members of the Company, who is not disqualified under Section 164(2) of the Companies Act, who has signified his consent to act as an Independent Director of the Company, and submitted a declaration that he meets the criteria for appointment of an Independent Director under the Companies Act and SEBI Listing Regulations and is otherwise eligible for appointment, for a period of 5 (five) consecutive years effective from 21st February, 2024 to 20th February, 2029 and not be liable to retire by rotation.

Brief Profile of Mr. Ravi Venkatraman is given below:

Mr. Ravi Venkatraman is a qualified Chartered Accountant and Cost & Works Accountant. He has four decades of rich and varied experience as a senior finance professional, covering many facets of BFSI sector. Mr. Ravi Venkatraman was associated with Mahindra & Mahindra Group since 1985 and has held various positions in Mahindra & Mahindra (M&M) Group as Executive Director and Chief Financial Officer. He was a core-member to set up Mahindra Financial Service in India and Mahindra Finance USA. He was a core member of Mahindra Rural Housing Finance Ltd, Mahindra Insurance Brokers Limited and Mahindra Manu Life Mutual Fund. Further, he was also Chairman of Mahindra Manu Life Mutual Fund.

Mr. Ravi Venkatraman was a Coach and Mentor for thirty futures leaders for Accelerated Corporate Entrepreneurship program with INSEAD (Paris & Singapore Campus). He has been accolade with awards like "Best CFO Award" by the Asian Confederation of Businesses supported by Stars of the Industry Group in Association with Thought Leaders International, "100 Topmost Influential BFSI Leaders award" given by World BFSI Congress and Awards and many more.

Mr. Ravi Venkatraman was a renowned Member of various Committees within the Industry like Finance Industry Development Council, Corporate Finance Committee of Federation of Indian Chambers of Commerce & Industry, Capital Markets Group of Banking, Finance & Economics Committee of the Bombay Chamber of Commerce and Industry, Confederation of Indian Industry (CII) National Committee for CFOs, Association of Finance Professionals of India (AFPI), etc.

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The Board is of the view that the appointment of Mr. Ravi Venkatraman (DIN: 00307328), as Independent Director is desirable and would be beneficial to the Company and hence it recommends the said resolution No. 1 for approval by the members of the Company.

The Nomination and Remuneration Committee, considering the skills, expertise and competencies required as an independent director for the Company's business and future plans, concluded and recommended to the Board of Directors that Mr. Ravi Venkatraman's qualifications and rich experience would be suitable and he would add immense value as an Independent Director of the Company.

The Company has received following documents from Mr. Ravi Venkatraman:

- a) consent to act as a Director in Form DIR-2;
- b) confirmation that he is not disqualified from being appointed as a Director in terms of Section 164 of the Act in Form DIR-8;
- c) declaration confirming that he meets the criteria of independence as prescribed under the Act and the Listing Regulations;
- d) declaration that he has not been debarred from holding the office of Director by virtue of any order passed by the SEBI or any such authority; and
- e) confirmation that he has registered himself in the Independent Director's data bank maintained by the Indian Institute of Corporate Affairs.

Further, Mr. Ravi Venkatraman has confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties as an Independent Director of the Company.

The consent letter to act as Director, notice received from a member proposing candidature under Section 160(1) of the Act, terms and conditions of the appointment of Independent Directors and other relevant disclosures are uploaded on the website of the Company at www.sbfc.com from the date of dispatch of this Notice upto the date of declaration of the results of Postal Ballot.

Disclosures as required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India are annexed to this Notice.

In accordance with the provisions of Section 149 of the Act, Regulations 17(1C) and 25(2A) of the Listing Regulations, appointment of Mr. Ravi Venkatraman as an Independent Director requires approval of the Members by way of Special Resolution. Therefore, the Board of Directors recommends the resolution for approval of the members of the Company as a Special Resolution.

None of the Directors and other Key Managerial Personnel of the Company including their relatives, except Mr. Ravi Venkatraman, is concerned or interested, financially or otherwise in the said Resolution.

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Additional Information of Director recommended for appointment in terms of Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and Secretarial Standards on General Meeting (SS-2):

Sr. No.	Particulars	Details
1.	Name of the Director	Ravi Venkatraman
2.	Designation	Independent Director
3.	Age	65 years (02/07/1959)
4.	DIN	00307328
5.	Qualifications	Mr. Ravi Venkatraman is a Chartered Accountant from Institute of Chartered Accountants of India, New Delhi. He is also a Cost Accountant from Institute of Cost & Works Accountants of India, Kolkata. He has completed his B.Com degree from University of Madras.
6.	Experience	<p>Mr. Ravi Venkatraman has four decades of rich and varied experience as a senior finance professional, covering many facets of BFSI sector. Mr. Ravi Venkatraman was associated with Mahindra & Mahindra Group since 1985 and has held various positions in Mahindra & Mahindra (M&M) Group as Executive Director and Chief Financial Officer. He was a core-member to set up Mahindra Financial Service in India and Mahindra Finance USA. He was a core member of Mahindra Rural Housing Finance Ltd, Mahindra Insurance Brokers Limited and Mahindra Manu Life Mutual Fund. Further, he was also Chairman of Mahindra Manu Life Mutual Fund.</p> <p>Mr. Ravi Venkatraman was a Coach & Mentor for thirty futures leaders for Accelerated Corporate Entrepreneurship program with INSEAD (Paris & Singapore Campus). He has been accolade with awards like "Best CFO Award" by the Asian Confederation of Businesses supported by Stars of the Industry Group in Association with Thought Leaders International, "100 Topmost Influential BFSI Leaders award given by World BFSI Congress and Awards and many more.</p> <p>Mr. Ravi Venkatraman was a renowned Member of various Committees within the Industry like Finance Industry Development Council, Corporate Finance Committee of Federation of Indian Chambers of Commerce & Industry, Capital Markets Group of Banking, Finance & Economics Committee of the Bombay Chamber of Commerce and Industry, Confederation of Indian Industry (CII) National Committee for CFOs, Association of Finance Professionals of</p>

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		India (AFPI), etc.				
7.	Terms and conditions of Appointment or re-appointment	Non-Executive, Independent Director for a term of 5 (five) consecutive years with effect from 21 st February, 2024 to 20 th February, 2029, not liable to retire by rotation. Terms and conditions of the appointment of Independent Director and other relevant disclosures are uploaded on the website of the Company at www.sbfc.com				
8.	Details of remuneration sought to be paid	Entitled to sitting fee as fixed by the Board for attending meeting(s) of Board / Committee(s).				
9.	Remuneration last drawn	Sitting fees of Rs. 3 lakh has been paid to Mr. Ravi Venkatraman for attending meeting(s) of Board and Committee(s) during the financial year ended 31 st March, 2024				
10.	Date of first appointment on the Board	21 st February, 2024				
11.	Shareholding in the Company including beneficial ownership	Nil				
12.	Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	Not Applicable				
13.	The number of meetings of the Board attended during the year	1				
14.	Listed entities from which the person has resigned in the past three years	Not Applicable				
15.	Other Directorships, Membership/Chairmanship of Committees of other Boards	Sr. No.	Name of the Companies / bodies corporate / firms / association of individual	Nature of Interest or concern / change in interest or concern	Committee Chairpersonship*	Committee Membership*
		1	Avanse Financial Services Limited	Director	Audit Committee	Risk Management Committee Corporate Social

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				Responsibility Committee
2	Kotak Mahindra Prime Limited	Director	Audit Committee	Nomination & Remuneration Committee Risk Management Committee Corporate Social Responsibility Committee
3	Sarvagram Solutions Pvt Ltd	Director	--	--
4	Bajaj Finserv Mutual Fund Trustee Limited	Director	Risk Management Committee	Audit Committee
5	Mahindra Business & Consulting Services Private Limited*	Director	--	--
6	ESAF Small Finance Bank Limited	Director		Audit Committee Stakeholder Relationship Committee Risk Management Committee
7	Aditya Birla ARC Limited	Director	--	--
8	Kotak Mahindra General	Director	Audit Committee	Nomination & Remuneration Committee

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		Insurance Company Limited			
	9	Aceware Fintech Services Private Limited	Director	--	--
<p><i>**Amalgamated with Mahindra & Mahindra Financial Services Limited</i></p> <p><i>*for this purpose, only Committee specified under the Act and Listing Regulations are being considered.</i></p>					

Following are the additional disclosures under section 102 of the Companies Act, 2013:

Particular	Remarks
i) To specify the nature of the concern or interested financial or otherwise, of every director and the manager and of every other key managerial personnel (KMP) and relatives of the said persons.	NIL
ii) To specify any other information and facts that may enable the members to understand the meaning scope and implications of the items of business and to take a decision thereon.	As above
iii) Where any item of Special Business to be transacted at the meeting relates to or affects any other Company, the extent of shareholding interest in that other Company of every promoter director, manager and of every other key managerial personnel of the first mentioned company also to be set out in explanatory statement if such shareholding is not less than two percent of the paid-up share capital of that company.	Nil
iv) Where any document is referred to any Business to be transacted at the meeting, specification of time and place for inspection of such document.	Necessary documents are available for inspection of members at the Registered Office of the Company during normal business hours (9:00 am to 6:00 pm) on any working day, excluding Saturday and including the date of last date of the results of postal ballot

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Item Nos. 2:

APPOINTMENT OF MR. KONI UTTAM NAYAK (DIN: 02543830) AS AN INDEPENDENT DIRECTOR OF THE COMPANY FOR A TERM OF 5 (FIVE) YEARS

Pursuant to Section 161 of the Companies Act, 2013 ('Act'), the Board of Directors through resolution passed in the meeting held on 26th March, 2024 and based on recommendation of the Nomination & Remuneration Committee and in accordance with the articles of association of the Company, Sections 149 and 152 read with Schedule IV, to the extent applicable, and the other applicable provisions of the Companies Act, 2013, and the rules notified thereunder, each as amended (the "Companies Act") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), approved the appointment of **Mr. Koni Uttam Nayak (DIN: 02543830)** as a Non-Executive Independent Director (Additional) subject to approval of members of the Company, who is not disqualified under Section 164(2) of the Companies Act, who has signified his consent to act as an Independent Director of the Company, and submitted a declaration that he meets the criteria for appointment of an Independent Director under the Companies Act and SEBI Listing Regulations and is otherwise eligible for appointment, for a period of 5 (five) consecutive years effective from 26th March, 2024 to 25th March, 2029 and not be liable to retire by rotation.

Brief Profile of Mr. Koni Uttam Nayak is given below:

Mr. Koni Uttam Nayak has 27 years of experience in the payments industry. In his last role, he was the Senior Vice President and a member of the global leadership team of the Visa Direct Organization at Visa. His focus was to innovate and scale the products and services that solve real-world money movement challenges and help shape the modernization of the payments ecosystem to support real-time or instant payments.

Throughout his career, Mr. Koni Uttam Nayak worked to inspire the introduction and growth of the electronic payments industry in the early part of his career and transitioned to drive the global transformation to digital and mobile payments by working closely with financial institutions, fintech, governments, and regulators to achieve a significant increase in PCE penetration and inclusion.

In an earlier role as Senior Vice President, Emerging Markets Digital, Mr. Koni Uttam Nayak oversaw platform for supporting mobile network operators, mobile prepaid, and the Visa Direct solutions targeted at financial inclusion and small merchant digitization and their first experience with payments. In this role, Mr. Koni Uttam Nayak led the development of mobile push payment products and introduction of the EMV interoperable QR for merchant payments in many markets across the Indian sub-continent to across Asia Pacific, Central Europe, Middle East, and Africa.

Prior to that, Mr. Koni Uttam Nayak was part of the Asia Pacific Leadership team in his role as the first Group Country Manager, India and South Asia. Mr. Koni Uttam Nayak played a leadership role in introducing multiple electronic payment products and solutions to help establish Visa's leadership role in all the South Asian markets and drive adoption of core payment solutions, increase PCE penetration to make the Indian sub-continent one of the top 10 global focus markets for Visa. One of the most notable

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initiatives during his tenure was the innovative payment solutions using the India's biometric authentication platform, Aadhaar.

Mr. Koni Uttam Nayak has been part of many innovations and patent filings, and some of them have been successfully granted and commercialized. Prior to joining Visa in January 1997, Mr. Koni Uttam Nayak lived in the United States and worked several years with the Technology Applications division of the US Department of Energy, focused on particle acceleration and research and driving the commercialization of new solutions, and Phonetel, a mobile telephony solutions company.

Mr. Koni Uttam Nayak holds a Master of Science in Electrical Engineering from the University of Texas, USA, and an Engineering degree in Electronics from Bangalore University, India.

The Board is of the view that the appointment of Mr. Koni Uttam Nayak (DIN: 02543830), as Independent Director is desirable and would be beneficial to the Company and hence it recommends the said resolution no. 2 for approval by the members of the Company.

The Nomination and Remuneration Committee, considering the skills, expertise and competencies required as an independent director for the Company's business and future plans, concluded and recommended to the Board of Directors that Mr. Koni Uttam Nayak's qualifications and rich experience would be suitable and he would add immense value as an Independent Director of the Company.

The Company has received following documents from Mr. Koni Uttam Nayak:

- a) consent to act as a Director in Form DIR-2;
- b) confirmation that he is not disqualified from being appointed as a Director in terms of Section 164 of the Act in Form DIR-8;
- c) declaration confirming that he meets the criteria of independence as prescribed under the Act and the Listing Regulations;
- d) declaration that he has not been debarred from holding the office of Director by virtue of any order passed by the SEBI or any such authority; and
- e) confirmation that he has registered himself in the Independent Director's data bank maintained by the Indian Institute of Corporate Affairs.

Further, Mr. Koni Uttam Nayak has confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties as an Independent Director of the Company.

The consent letter to act as Director, notice received from a member proposing candidature under Section 160(1) of the Act, terms and conditions of the appointment of Independent Directors and other relevant disclosures are uploaded on the website of the Company at www.sbfc.com from the date of dispatch of this Notice upto the date of declaration of the results of Postal Ballot.

Disclosures as required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India are annexed to this Notice.

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In accordance with the provisions of Section 149 of the Act, Regulations 17(1C) and 25(2A) of the Listing Regulations, appointment of Mr. Ravi Venkatraman as an Independent Director requires approval of the Members by way of Special Resolution. Therefore, the Board of Directors recommends the resolution for approval of the members of the Company as a Special Resolution.

None of the Directors and other Key Managerial Personnel of the Company including their relatives, except Mr. Koni Uttam Nayak, is concerned or interested, financially or otherwise in the said Resolution.

Additional Information of Director recommended for appointment in terms of Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and Secretarial Standards on General Meeting (SS-2):

Sr. No.	Particulars	Details
1.	Name of the Director	Mr. Koni Uttam Nayak
2.	Designation	Independent Director
3.	Age	56 years (25/05/1967)
4.	DIN	02543830
5.	Qualifications	Mr. Koni Uttam Nayak completed Electrical Engineering from University of Texas and Electronics Engineering from (B.Tech) from Bangalore University.
6.	Experience	<p>Mr. Koni Uttam Nayak has 27 years of experience in the payments industry. In his last role, he was the Senior Vice President and a member of the global leadership team of the Visa Direct Organization at Visa. His focus was to innovate and scale the products and services that solve real-world money movement challenges and help shape the modernization of the payments ecosystem to support real-time or instant payments.</p> <p>Throughout his career, Mr. Koni Uttam Nayak worked to inspire the introduction and growth of the electronic payments industry in the early part of his career and transitioned to drive the global transformation to digital and mobile payments by working closely with financial institutions, fintech, governments, and regulators to achieve a significant increase in PCE penetration and inclusion.</p> <p>In an earlier role as Senior Vice President, Emerging Markets Digital, Mr. Koni Uttam Nayak oversaw the platform for supporting mobile network operators, mobile prepaid, and the Visa Direct solutions targeted at financial inclusion and small merchant digitization and their first experience with payments. In this role, Mr. Koni Uttam Nayak led the development of mobile push payment products and</p>

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		<p>introduction of the EMV interoperable QR for merchant payments in many markets across the Indian sub-continent to across Asia Pacific, Central Europe, Middle East, and Africa.</p> <p>Prior to that, Mr. Koni Uttam Nayak was part of the Asia Pacific Leadership team in his role as the first Group Country Manager, India and South Asia. Mr. Koni Uttam Nayak played a leadership role in introducing multiple electronic payment products and solutions to help establish Visa's leadership role in all the South Asian markets and drive adoption of core payment solutions, increase PCE penetration to make the Indian sub-continent one of the top 10 global focus markets for Visa. One of the most notable initiatives during his tenure was the innovative payment solutions using the India's biometric authentication platform, Aadhaar.</p> <p>Mr. Koni Uttam Nayak has been part of many innovations and patent filings, and some of them have been successfully granted and commercialized. Prior to joining Visa in January 1997, Mr. Koni Uttam Nayak lived in the United States and worked several years with the Technology Applications division of the US Department of Energy, focused on particle acceleration and research and driving the commercialization of new solutions, and Phonetel, a mobile telephony solutions company.</p> <p>Mr. Koni Uttam Nayak holds a Master of Science in Electrical Engineering from the University of Texas, USA, and an Engineering degree in Electronics from Bangalore University, India.</p>
7.	Terms and conditions of Appointment or re-appointment	<p>Non-Executive, Independent Director for a term of 5 (five) consecutive years with effect from 26th March, 2024 to 25th March, 2029, not liable to retire by rotation.</p> <p>Terms and conditions of the appointment of Independent Director and other relevant disclosures are uploaded on the website of the Company at www.sbfc.com</p>
8.	Details of remuneration sought to be paid	Entitled to sitting fee as fixed by the Board for attending meeting(s) of Board / Committee(s).
9.	Remuneration last drawn	Not Applicable
10.	Date of first appointment on the Board	26 th March, 2024
11.	Shareholding in the Company including	Nil

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	beneficial ownership																
12.	Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	Not Applicable															
13.	The number of meetings of the Board attended during the year	Not Applicable															
14.	Listed entities from which the person has resigned in the past three years	Not Applicable															
15.	Other Directorships, Membership/Chairmanship of Committees of other Boards	<table border="1"> <thead> <tr> <th>Sr. No.</th> <th>Name of the Companies / bodies corporate / firms / association of individual</th> <th>Nature of Interest or concern / change in interest or concern</th> <th>Committee Chairperson-ship*</th> <th>Committee Membership*</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>Yalamanchili Software Exports Private Limited</td> <td>Director</td> <td>--</td> <td>--</td> </tr> <tr> <td>2</td> <td>Mintoak Innovations Private Limited</td> <td>Director</td> <td>--</td> <td>--</td> </tr> </tbody> </table>	Sr. No.	Name of the Companies / bodies corporate / firms / association of individual	Nature of Interest or concern / change in interest or concern	Committee Chairperson-ship*	Committee Membership*	1	Yalamanchili Software Exports Private Limited	Director	--	--	2	Mintoak Innovations Private Limited	Director	--	--
		Sr. No.	Name of the Companies / bodies corporate / firms / association of individual	Nature of Interest or concern / change in interest or concern	Committee Chairperson-ship*	Committee Membership*											
		1	Yalamanchili Software Exports Private Limited	Director	--	--											
2	Mintoak Innovations Private Limited	Director	--	--													
*for this purpose, only Committee specified under the Act and Listing Regulations are being considered.																	

Following are the additional disclosures under section 102 of the Companies Act, 2013:

Particular	Remarks
i) To specify the nature of the concern or interested financial or otherwise, of every director and the manager and of every other key managerial personnel (KMP) and relatives of the said persons.	NIL

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CIN No: U67190MH2008PLC178270



ii) To specify any other information and facts that may enable the members to understand the meaning scope and implications of the items of business and to take a decision thereon.	As above
iii) Where any item of Special Business to be transacted at the meeting relates to or affects any other Company, the extent of shareholding interest in that other Company of every promoter director, manager and of every other key managerial personnel of the first mentioned company also to be set out in explanatory statement if such shareholding is not less than two percent of the paid-up share capital of that company.	Nil
iv) Where any document is referred to any Business to be transacted at the meeting, specification of time and place for inspection of such document.	Necessary documents are available for inspection of members at the Registered Office of the Company during normal business hours (9.00 am to 6.00 pm) on any working day, excluding Saturday and including the date of last date of the results of postal ballot.

By Order of the Board of Directors
For **SBFC Finance Limited**

Jay Mistry
Company Secretary & Chief Compliance Officer
ICSI Membership No. ACS: 34264

Date: 26th March, 2024

Place: Mumbai

Registered Office:

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Sangam Complex, Andheri Kurla Road, Village Chakala,
Andheri (East) Mumbai 400 059

Tel: +91-22-67875300

E-mail: complianceofficer@sbfc.com

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SBFC Finance Limited

(Erstwhile SBFC Finance Private Limited)

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