

NOTICE TO MEMBERS

Notice is hereby given that the **19th Annual General Meeting** of the Members of **Vastu Housing Finance Corporation Limited** will be held at a shorter notice on **Tuesday, 16th May, 2023** at **10.30 a.m.** through Video Conference ('VC') or other audio-visual means ('OAVM') from Registered Office of the Company situated at Unit Nos. 203 & 204, 2nd Floor, A wing, Navbharat Estates, Zakaria Bunder Road, Sewri (West) Mumbai – 400 015, India to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider, approve and adopt:
 - a. Standalone Audited Financial Statements of the Company for the financial year ended 31st March, 2023 together with the Board's Report and Auditors' Report thereon; and
 - b. Consolidated Audited Financial Statements of the Company for the financial year ended 31st March, 2023 together with the Auditors' Report thereon.
2. To consider re-appointment of Ms. Renuka Ramnath (DIN: 00147182), Nominee Director, who retires by rotation pursuant to the provision of section 152 of the Companies Act, 2013 and being eligible offers herself for re-appointment.

SPECIAL BUSINESS:

3. **To consider and approve the re-appointment of Ms. Shyamala Gopinath (DIN: 02362921) as an Independent Director of the Company:**

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Schedule IV to the Act (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended from time to time, Master Direction – Non-Banking Financial Company – Housing Finance Company (Reserve Bank) Directions, 2021 and the recommendation made by the Nomination and Remuneration Committee at their meeting held on 31st January, 2023 and the Board of Directors of the Company at their meeting held on 1st February, 2023, Ms. Shyamala Gopinath (DIN: 02362921), holding office of Independent Director up to 31st January, 2023 who has submitted a declaration that she meets the criteria for independence as provided in Section 149(6) of the Companies Act, 2013 and who is eligible for re-appointment and in respect of whom the Company has received a notice in writing from a member proposing her candidature for the office of director pursuant to section 160 of the Act, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, for a second term of five (5) consecutive years commencing from 1st February, 2023 upto 31st January, 2028.

RESOLVED FURTHER THAT the Board of Directors of the Company and / or Company Secretary of the Company, be and are hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable, or expedient to give effect to this resolution including but not limited to making of necessary entries in the relevant statutory registers and to file intimation of appointment with the Registrar of Companies, Mumbai."

VASTU HOUSING FINANCE CORPORATION LTD.

Regd. Office: Unit Nos. 203 & 204, 2nd Floor, A wing, Navbharat Estates, Zakaria Bunder Road, Sewri (West) Mumbai 400015.

Tel: 022-2419 0911 • **Email:** customercare@vastuhfc.com • **Web:** www.vastuhfc.com

CIN: U65922MH2005PLC272501

4. Approval for Private Placement of Non-convertible Debentures and/or other Debt instruments:

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

“RESOLVED THAT pursuant to the provisions of Sections 42, 71 and all other applicable provisions, if any, of the Companies Act, 2013 read with Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Master Direction – Non -Banking Financial Company -Housing Finance Company (Reserve Bank) Directions, 2021 and other applicable regulations and guidelines, Foreign Exchange Management Act & Reserve Bank of India and / or National Housing Bank Guidelines, the Memorandum of Association and the Articles of Association of the Company and any other statutory modifications, re-enactments or amendments from time to time to the above mentioned regulations and rules and clarifications issued thereon from time to time and subject to other applicable laws, rules, regulations, guidelines, notifications and circulars issued by various competent regulatory authorities / bodies, whether in India or abroad, the consent of the Members be and is hereby accorded to the Board of Directors (hereinafter referred to as “Board”, which term shall include any Committee thereof which the Board may have constituted to exercise its powers including the powers conferred by this Resolution) of the Company, to raise funds through Private Placement of Unsecured / Secured Non-Convertible Debentures / Bonds (“Debt Instruments”) for an amount not exceeding INR 4000,00,00,000/- (Indian Rupees Four Thousand Crores only) to eligible investors (whether residents, non-residents, institutions, banks, incorporated bodies, mutual funds, venture capital funds, financial institutions, individuals, trustees, stabilizing agents or otherwise and whether or not such investors are members of the Company), either in Indian Rupees or an equivalent amount in any foreign currency, in one or more tranches during the period of one year from the date of passing resolution in this Annual General Meeting at such price and on such terms and conditions as the Board may from time to time determine proper and beneficial and as may be mutually agreed between the Board and the Investors.

RESOLVED FURTHER THAT for the purpose of giving effect to any offer, invitation, issue or allotment through private placement of Debt Instruments, the Board and/or the Borrowing and Investment Committee of the Board or such other Committee as may be authorised by the Board; be and is hereby authorised on behalf of the Company to do all such acts, deeds, matters and things as it may, in absolute discretion, deem necessary or desirable for such purpose, including without limitation, the determination of the terms thereof, finalizing the form / placement documents / offer letter, timing of the issue(s), including the class of investors to whom the Debt Instruments are to be allotted, number of Debt Instruments to be allotted in each tranche, issue price, redemption, rate of interest, redemption period, allotment of Debt Instruments, appointment of lead managers, arrangers, debenture trustees and other agencies, entering into arrangements for managing the issue, issue placement documents and to sign all deeds, documents and writings and to pay any fees, remuneration, expenses relating thereto and for other related matters and with power on behalf of the Company to settle all questions, difficulties or doubts that may arise in regard to such offer(s) or issue(s) or allotment(s) as it may, in its absolute discretion, deem fit.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to further delegate all or any of the powers in aforesaid matters to the officials of the Company, in such manners as the Board may in its absolute discretion deem fit.”

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5. **Approval for an increase in remuneration of Mr. Sandeep Menon (DIN: 02032154), Managing Director:**

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

“RESOLVED THAT pursuant to the recommendation of Nomination and Remuneration Committee and the Board at their meetings held on 15th April, 2023 and 17th April, 2023 respectively and pursuant to the provisions of Sections 196, 197 and 198 of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof, for the time being in force) read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Schedule V to the Companies Act, 2013 and subject to the provisions of the Articles of Association of the Company, approval of the members be and is hereby accorded for revision in total remuneration of Mr. Sandeep Menon (DIN: 02032154), Managing Director, from the existing INR 2,50,00,000/- (Indian Rupees Two Crores Fifty Lakhs only) to INR 2,75,00,000/- (Indian Rupees Two Crore Seventy Five Lakhs Only) for the financial year 2023-24, inclusive of any remuneration payable directly or otherwise or by way of salary and perquisites, with liberty to the Board and/or the Nomination and Remuneration Committee to alter and vary the terms and conditions of the said appointment in such manner as may be agreed to by and between the Board or Nomination and Remuneration Committee and Mr. Sandeep Menon.

RESOLVED FURTHER THAT component wise breakup of abovementioned remuneration shall be as may be decided by Nomination and Remuneration Committee.

RESOLVED FURTHER THAT based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors, One-time performance incentive of INR 2,50,00,000/- (Indian Rupees Two Crore Fifty Lakhs Only) be paid to Mr. Sandeep Menon, Managing Director for the Financial Year 2022-23.

RESOLVED FURTHER THAT in the event of no profits or inadequacy of profits, in any financial year, during the currency of term of Mr. Sandeep Menon, the Company shall pay Mr. Sandeep Menon, the existing remuneration as minimum remuneration by way of salary, perquisites and/or allowance, performance-based rewards/incentives exceeding the limit laid down in Schedule V to the Companies Act, 2013, as applicable to the Company or such other limits, subject to the prior approval of the members of the Company if and to the extent necessary.

RESOLVED FURTHER THAT Directors of the Company be and are hereby severally authorized to do and perform all such acts, deeds, matters and things, as may be considered necessary, desirable or expedient to give effect to this resolution.”

By Order of the Board
for Vastu Housing Finance Corporation Limited

Sunny Parikh
Company Secretary

Date: 15th May, 2023
Place: Mumbai

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NOTES

1. The Ministry of Corporate Affairs (“MCA”) has vide its Circular No. 14/2020 dated April 8, 2020, Circular No. 17/ 2020 dated April 13, 2020, Circular No. 20/2020 dated May 5, 2020 and General Circular No. 21/2021 dated December 14, 2021 & General Circular No. 2/2022 dated May 5, 2022 and General Circular No. 10/2022 dated December 28, 2022 (together referred to as “**MCA Circulars**”) has permitted to hold the Annual General Meeting (“**AGM**”) through Video Conferencing (“**VC**”) or Other Audio Visual Means (“**OAVM**”), without the physical presence of the Members at a common venue.
2. Pursuant to the framework provided in the above MCA Circulars, the meeting will be conducted through VC/OAVM and accordingly the facility to appoint proxy to attend and cast vote for the Members is not available for this AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice. However, the corporate members are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate thereat and cast their vote by show of hands.
3. Those Members whose email ids are not registered, are requested to register their email id with the Company at sunny.parikh@vastuhfc.com, by providing their name, address and email id.
4. Members, Board of Directors, Auditors including their representatives and other invitees may attend the AGM, by following the invitation link which would be sent to their registered email ids before the AGM.
5. In case of joint holdings, the credentials of the first named holder shall be accepted.
6. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under section 103 of the Companies Act, 2013.
7. In case if the Member is a body corporate/Institution, then they are requested to send scanned copy (PDF/ JPG format) of its board or governing body resolution/ authorization, authorizing its representative(s) to attend the AGM through VC/OAVM on its behalf.
8. The Members can join the AGM through VC/OAVM mode 15 minutes before the scheduled time of the commencement of the meeting. In case of any technical assistance required for attending the AGM, Members may contact Mr. Chetan Barhate (Contact no. 9921128377) before or during the AGM.
9. Members will be able to locate Meeting ID and Join Meeting tab. by clicking on Join Meeting, they will be redirected to the Meeting room via browser or by running temporary application.
10. The Members will be allowed to pose questions during the course of the Meeting. The queries can also be given in advance at sunny.parikh@vastuhfc.com.
11. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 and rules made there under in respect of items of special business is annexed hereto and forms part of this notice.

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12. Brief profile of directors seeking appointment/ re-appointment at this AGM, as required under the Secretarial Standards-2 on General Meetings, is annexed herewith and forms part of this notice.
13. All the documents referred to in the Notice and Explanatory statement are open for inspection of the members at the registered office of the Company on all working days during business hours and will also be available at the request of a Member of the Company.
14. Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Companies Act, 2013 as well as the Register of Contracts or Arrangements in which Directors are interested maintained under Section 189 of the Companies Act, 2013 will be made available for inspection at the request of the member(s).
15. In line with the aforesaid MCA Circulars the Notice calling the AGM along with the Annual Report for the Financial Year 2022-23 has been uploaded on the website of the Company at www.vastuhfc.com.
16. Members are encouraged to join the Meeting through Laptops for better experience.
17. In case of Android/iPhone connection, participants will be required to download and install the appropriate application as given in the mail to them. Application may be downloaded from Google Play Store/ App Store.
18. Further, members will be required to allow Camera and use Internet audio settings as and when asked while setting up the meeting on Mobile App.
19. Please note that participants connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
20. Any document in connection with any of the items to be transacted in the Notice shall be made available for inspection and any Member interested in obtaining a copy of the same may write to the Company Secretary at sunny.parikh@vastuhfc.com or in case a member has any queries, he/she may write at sunny.parikh@vastuhfc.com.
21. Since the AGM will be held through VC/OAVM, the Route Map is not annexed to the Notice.

**By Order of the Board
for Vastu Housing Finance Corporation Limited**

**Sunny Parikh
Company Secretary**

**Date: 15th May, 2023
Place: Mumbai**

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

Item No. 3 - Approval for re-appointment of Ms. Shyamala Gopinath (DIN: 02362921) as an Independent Director:

In terms of provisions of Sections 149, 152 and 160 of the Companies Act, 2013 read with Rule 4 of the Companies (Appointment and Qualification of Directors) Rules, 2014, Ms. Shyamala Gopinath (DIN: 02362921) was appointed as an Independent Director at the Board Meeting held on 1st February, 2021 for a tenure of upto 31st January, 2023 which was duly approved by the Members of the Company at their meeting held 29th April, 2021.

The Members may note that pursuant to Section 149(10) of the Act, an Independent Director shall hold office for a term of up to five (5) consecutive years on the Board of a Company, but shall be eligible for re-appointment for a further term of up to five (5) consecutive years on passing of a Special resolution by the company.

The Nomination and Remuneration Committee (the NRC) of the Board of the Company, at its meeting held on 31st January, 2023 had recommended to the Board, the re-appointment of Ms. Shyamala Gopinath as an Independent Director for a further term not exceeding five (5) consecutive years commencing from 1st February, 2023 to 31st January, 2028.

The NRC, while recommending the re-appointment of Ms. Gopinath as an Independent Director, considered various factors viz., the number of board, committee and general meetings attended by her; the level and quality of her participation in the deliberations thereat; her specific skills helping the Board and the Company in attaining its objectives; summary of her performance evaluation; time devoted by her; specialised skills and expertise and her independent judgement in the opinion of the entire Board.

Based on the recommendations made by the NRC as above, the Board of Directors, at its meeting held on 1st February, 2023, has unanimously decided to re-appoint Ms. Gopinath for a further term not exceeding five (5) consecutive years commencing from 1st February, 2023 to 31st January, 2028, subject to the approval of the members.

The Company has received from Ms. Gopinath, her consent to act as a Director of the Company along with a declaration to the effect that she meets the criteria of independence as provided in Section 149 of the Companies Act, 2013 and an intimation to the effect that she is not disqualified from being appointed as a director in terms of Section 164(2) of the Companies Act, 2013 and rules made thereunder.

In the opinion of the Board, Ms. Gopinath fulfils the conditions specified in Sections 149, 152 and other applicable provisions of the Act and the Rules made thereunder read with Schedule IV to the Act. Members may note that Ms. Gopinath is independent of the management of the Company.

Her office as an Independent Director of the Company would not be liable to retire by rotation in terms of Section 152 of the Companies Act, 2013.

The Board commends the passing of the Special resolution proposed at item no. 3 of the Notice.

Save and except for Ms. Shyamala Gopinath being interested in her own re-appointment, none of the other Directors/ Key Managerial Personnel (KMP) of the Company, or their relatives is, in anyway concerned or interested financially or otherwise in the Special Resolution set out at item no. 3 of the Notice.

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Item No. 4 - Approval for Private Placement of Non-convertible Debentures and/or other Debt instruments:

The Members were informed that considering the Company's future growth plans, it is proposed to borrow and raise funds by issue of Non-Convertible Debentures / Bonds ("NCDs") on private placement basis and/or other similar instruments for an amount not exceeding INR 4,000 crores (Indian Rupees Four Thousand Crores only) as may be appropriate and as specified in the approvals, from both Indian and International markets.

Such issue shall be subject to overall borrowing limits of INR 4,000 Crores (Indian Rupees Four Thousand Crore only) as approved by Members at their Annual General Meeting held on 9th June, 2022 and will be issued in terms of the provisions of the Companies Act, 2013, Articles of Association of the Company, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 and Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021, as amended from time to time and Master Direction – Non Banking Financial Company -Housing Finance Company (Reserve Bank) Directions, 2021 and other applicable laws, if any.

Pursuant to Sections 42 and 71 of the Companies Act, 2013 read with Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014, as amended from time to time, a Company offering or making an invitation to subscribe to Debt Instruments on a private placement basis is required to obtain prior approval of the shareholders by way of a Special Resolution. For Debt Instruments, it shall be sufficient if the company passes an omnibus Special Resolution only once in a year for all the offers or invitation for such Debt Instruments during the year. Thus, such approval by way of special resolution shall be valid for a period of One year starting from the date of the special resolution for all offers and invitations for such Debt Instruments to be made during the year. Accordingly, as recommended by the Board of Directors at its meeting held on 17th April, 2023, it is proposed to raise funds through Private Placement of Debt Instruments in one or more tranches during the period of one year from the date of passing resolution in this Annual General Meeting. Such Debt Instruments shall be issued to such person or persons, who may or may not be the members of the Company, as the Board or any duly constituted Committee of the Board or such other authority as may be approved by the Shareholders / Board, may think fit and proper.

The resolution contained in Item no. 4 of the accompanying Notice, accordingly, seeks members' approval by way of a Special Resolution for raising funds through Private Placement of Debt Instruments in one or more tranches during period of one year as aforesaid and authorizing the Board of Directors (or any duly constituted Committee of the Board or such other authority as may be approved by the Board) of the Company to complete all the formalities in connection with the issue and allotment of Debt Instruments.

None of the Directors, Key Managerial Personnel of Company or their relatives are, concerned or interested (financial or otherwise) in the said resolution. The Board recommends the resolution as set out in Item No. 4 of the accompanying notice for the approval of the shareholders of the Company as a Special Resolution.

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**Item No. 5 - Approval for an increase in remuneration of Mr. Sandeep Menon (DIN: 02032154),
Managing Director:**

The members of the Company at their Extra Ordinary General Meetings held on 22nd September, 2021 had approved re-appointment of Mr. Sandeep Menon as Managing Director for a term of 5 years commencing from 26th August, 2021 till 25th August, 2026 and entered into fresh employment agreement for the said term.

The Members are informed that the Nomination and Remuneration Committee and Board of Directors at their meeting held on 15th April, 2023 and 17th April, 2023 respectively, recommended for increment in remuneration and annual variable of Mr. Sandeep Menon, Managing Director, given Vastu's continued robust performance and achievement of all business objectives. It is proposed to increase the total remuneration to INR 2,75,00,000/- (Indian Rupees Two Crore Seventy-Five Lakhs Only) for the financial year 2023-24 and One-time performance incentive of INR 2,50,00,000/- (Indian Rupees Two Crore Fifty Lakhs Only) be paid for the financial year 2022-23. All other terms of appointment of Mr. Sandeep Menon as mentioned in the Employment Agreement shall remain unchanged.

Mr. Sandeep Menon shall perform such duties as shall from time to time be entrusted to him by the Board of Directors, subject to superintendence, guidance and control of the Board. If the remuneration sought to be paid to Mr. Sandeep Menon exceeds at any time, limits prescribed under the Companies Act, 2013, it would be paid subject to the approval of the members by way of a Special Resolution and members to authorize the Directors of the Company and/or the Nomination and Remuneration Committee of the Company to revise the remuneration to be paid to Mr. Sandeep Menon, Managing Director during the currency of his tenure within limits envisaged under Schedule V to the Companies Act, 2013.

Except for Mr. Sandeep Menon and his relatives, none of the other Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested, financial or otherwise, in the resolution set out in Item No 5. The Board recommends the resolution as set out in Item No. 5 of the accompanying notice for the approval of the members of the Company as a Special Resolution.

**By Order of the Board
for Vastu Housing Finance Corporation Limited**

**Sunny Parikh
Company Secretary**

**Date: 15th May, 2023
Place: Mumbai**

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**ADDITIONAL INFORMATION AND BRIEF PROFILE OF THE DIRECTORS SEEKING APPOINTMENT/
RE-APPOINTMENT AT THE NINETEENTH AGM PURSUANT TO CLAUSE 1.2.5 OF SECRETARIAL
STANDARDS ON GENERAL MEETING (SS – 2)**

Name of Director	Ms. Renuka Ramnath	Ms. Shyamala Gopinath
DIN	00147182	02362921
Designation	Chairperson and Non-Executive Nominee Director	Independent Director
Date of Birth (Age)	14 th September, 1961 (61 Years)	20 th June, 1949 (73 years)
Date of first appointment on the Board	21st July, 2017	1 st February, 2021
Qualifications	Bachelor of Engineering from VJTI, University of Mumbai and an MBA from the University of Mumbai. AMP from the Harvard Business School.	Certified Associate of the Indian Institute of Banking and Finance and Master's degree in Commerce from University of Mysore
Experience	<p>Ms. Renuka Ramnath has spent over two and a half decades in the Indian financial sector across private equity, investment banking and structured finance. As one of the early private equity investors in India, she played a pivotal role in shaping the market both in terms of leading pioneering investments such as buy-outs as well as penning new pockets of capital for investment in Indian private equity. In her last role as the MD & CEO of ICICI Venture for close to a decade, she has contributed in many ways to the evolution of that firm to one of the largest private equity funds in India. She brings on Board her deep experience of raising, investing and returning third party capital across several economic cycles. She looks to build Multiples as a platform to channelise long-term capital, to create valuable enterprises and successful entrepreneurs. She draws motivation from the fact that supporting entrepreneurs to build sustainable businesses has the potential to generate employment, to create ripple effects in the Indian economy and to facilitate the greater process of nation-building.</p>	<p>Ms. Shyamala Gopinath has over four decades of rich experience in financial sector policy formulation in different capacities at Reserve Bank of India (RBI). At RBI, she held key positions and guided & influenced national policies in diverse areas of financial sector regulation and supervision, the development and regulation of financial markets, capital account management, management of government borrowings, foreign exchange reserve management and payment and settlement systems. She has served on several committees while with RBI. During 2001 to 2003, she was deputed as Senior Financial Expert at the International Monetary Fund. Ms. Gopinath retired as Deputy Governor of RBI, a position that she held for nearly 7 years. She served as Chairperson Advisory Board on Bank, Commercial and Financial Frauds for two years from 2012 to 2014.</p> <p>Ms. Gopinath was also the Chairperson of the Board of Corporate Bonds and Securitisation Advisory Committee of SEBI.</p> <p>Since 2012, Ms. Gopinath has held several Board positions in large institutions and public sector</p>

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		<p>undertakings such as Clearing Corporation of India, Indian Oil Corporation Limited, GAIL and Ernst & Young (Global Governance Council). Until Dec 2020, she was the part-time Non-Executive Chairperson of HDFC Bank Ltd.</p> <p>Presently, Ms. Gopinath serves as Independent Director on the Boards of other renowned Companies. She is the Chairperson of the Board of Governors of Indian Institute of Management, Raipur.</p>
Shareholding in the Company as on date	Nil	Nil
Number of meeting of the Board attended during the FY 2022-23/ Number of meetings held during the tenure of Director	<p>Board Meetings attended: 4</p> <p>Board Meetings held during his tenure: 4</p>	<p>Board Meetings attended: 4</p> <p>Board Meetings held during his tenure: 4</p>
Directorships held in other Companies as on date	<ol style="list-style-type: none"> 1. Multiples Alternate Asset Management Private Limited 2. Multiples Equity Fund Trustee Private Limited 3. PVR Limited 4. Tata Communications Limited 5. Peoplestrong Technologies Private Limited 6. Tv18 Broadcast Limited 7. 8. Multiples Good Faith Foundation 9. Quantiphi, Inc. 10. Zenex Animal Health India Private Limited (formerly NutriZvit Animal Health India Private Limited) 	<ol style="list-style-type: none"> 1. Colgate-Palmolive (India) Limited 2. BASF India Limited 3. Tata Elxsi Limited 4. CMS Info Systems Limited 5. Grassroot Trading Network For Women 6. CRISIL Limited 7. Crisil Ratings Ltd
Particulars of Committee Chairmanship/ Membership held in other Companies	<p>Multiples Alternate Asset Management Private Limited</p> <ol style="list-style-type: none"> 1. Corporate Social Responsibility Committee (Chairperson) <p>PVR Limited</p> <ol style="list-style-type: none"> 1. Nomination and Remuneration Committee (Member) <p>Tata Communications Limited</p> <ol style="list-style-type: none"> 1. Audit Committee (Chairperson) 	<p>Colgate-Palmolive India Ltd.:</p> <ol style="list-style-type: none"> 1. Audit Committee (Chairperson) 2. Stakeholders Relationship Committee (Chairperson) 3. Risk Management Committee (Member) <p>BASF India Ltd.:</p> <ol style="list-style-type: none"> 1. Audit Committee (Chairperson) 2. Nomination and remuneration committee (Member)

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	2. Nomination and Remuneration Committee (Member)	3. Stakeholders Relationship Committee (Member) 4. Risk Management Committee (Member) TATA Elxsi Ltd.: 1. Audit Committee (Chairperson) 2. Nomination and remuneration committee (Chairperson) 3. Corporate Social Responsibility Committee (Member) CRISIL Limited: 1. Risk Management Committee (Chairperson) 2. Nomination and Remuneration Committee (Member) CMS Info Systems Ltd.: 1. Risk Management Committee (Chairperson) 2. Corporate Social Responsibility Committee (Member) 3. Stakeholder Relationship Committee (Member)
Relationship with other Directors / KMP of the Company	None	None
Terms and Conditions of appointment/ re-appointment	Appointed as a Chairperson and Non-Executive Nominee Director, liable to retire by rotation	Reappointed as an Independent Director, subject to Members' approval not liable to retire by rotation
Remuneration sought to be paid	Nil	Nil
Remuneration last drawn during FY 2022-23	Nil	Nil
Comparative remuneration profile with respect to industry, size of the company, profile of the position and person	Nil	Nil
Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.	Nil	Nil

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