



# Notice

## NOTICE OF THE 26TH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE 26<sup>th</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF EDELWEISS FINANCIAL SERVICES LIMITED WILL BE HELD ON FRIDAY, SEPTEMBER 3, 2021 AT 4.00 P.M. (IST) THROUGH VIDEO CONFERENCING OR OTHER AUDIO VISUAL MEANS (OAVM) TO TRANSACT THE FOLLOWING BUSINESS:

### ORDINARY BUSINESS:

1. To consider and adopt:-
  - a. the audited Financial Statements of the Company for the financial year ended March 31, 2021, together with the Report of the Board and the Auditors thereon; and
  - b. the audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2021, together with the Report of the Auditors thereon.
2. To declare dividend on Equity Shares.
3. To appoint a Director in place of Mr. Venkatchalam Ramaswamy (DIN 00008509), who retires by rotation and, being eligible, offered himself for re-appointment.
4. To appoint a Director in place of Mr. Himanshu Kaji (DIN 00009438), who retires by rotation and, being eligible, offered himself for re-appointment.

### SPECIAL BUSINESS:

#### 5. Re-appointment of Mr. Rashesh Shah as the Managing Director

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

**“RESOLVED** that pursuant to the provisions of Sections 196, 197, 203, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) as amended from time to time, the Rules, Regulations, Guidelines and Circulars issued in this regard and subject to necessary approvals, if any, approval of the Members be and is hereby accorded for the re-appointment of Mr. Rashesh Shah (DIN 00008322) as the Managing Director of the Company for a period of 5 years with effect from April 1, 2022, on the following remuneration:-

- i) Basic Salary: Not exceeding ₹ 3 crores per annum.
- ii) Bonus: Not exceeding ₹ 6 crores per annum.
- iii) Perquisites: Not exceeding ₹ 3 crores per annum.

**FURTHER RESOLVED** that subject to the applicable provisions of the Act read with Schedule V and other prevalent laws, where in any financial year during the tenure of appointment of Mr. Rashesh Shah, the Company has no profits or its profits are inadequate, the Company may pay the aforesaid remuneration to Mr. Rashesh Shah within the overall limits prescribed under the provisions of the Act.





**Notice (continued)**

**FURTHER RESOLVED** that the Board of Directors of the Company (hereinafter referred to as ‘the Board’ which term shall be deemed to include any Committee which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this Resolution) be authorised on behalf of the Members of the Company to do all such acts, deeds, matters and things as may be necessary to give effect to this Resolution, and as it may, in its absolute discretion, deem necessary or expedient in the interest of the Company and with power on behalf of the Company to settle any questions, difficulties or doubts that may arise in this regard including to vary the terms of re-appointment, without requiring the Board to secure any further consent or approval of the Members of the Company.”

**6. Re-appointment of Mr. Venkatchalam Ramaswamy as an Executive Director**

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

**“RESOLVED** that pursuant to the provisions of Sections 196, 197, 203, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) as amended from time to time, the Rules, Regulations, Guidelines and Circulars issued in this regard and subject to necessary approvals, if any, approval of the Members be and is hereby accorded for the re-appointment of Mr. Venkatchalam Ramaswamy (DIN 00008509) as an Executive Director of the Company for a period of 5 years with effect from April 1, 2022, on the following remuneration:-

- i) Basic Salary Limit: Not exceeding ₹ 3 crores per annum.
- ii) Bonus: Not exceeding ₹ 6 crores per annum.
- iii) Perquisites: Not exceeding ₹ 3 crores per annum.

**FURTHER RESOLVED** that subject to the applicable provisions of the Act read with Schedule V and other prevalent laws, where in any financial year during the tenure of appointment of Mr. Venkatchalam Ramaswamy, the Company has no profits or its profits are inadequate, the Company may pay the aforesaid remuneration to Mr. Venkatchalam Ramaswamy within the overall limits prescribed under the provisions of the Act.

**FURTHER RESOLVED** that the Board of Directors of the Company (hereinafter referred to as ‘the Board’ which term shall be deemed to include any Committee which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this Resolution) be authorised on behalf of the Members of the Company to do all such acts, deeds, matters and things as may be necessary to give effect to this Resolution, and as it may, in its absolute discretion, deem necessary or expedient in the interest of the Company and with power on behalf of the Company to settle any questions, difficulties or doubts that may arise in this regard including to vary the terms of re-appointment, without requiring the Board to secure any further consent or approval of the Members of the Company.”





## 7. Issue of Securities

**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 and 62 of the Companies Act, 2013, read with the Companies (Prospectus and Allotment of Securities ) Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014 and other applicable provisions, if any including any statutory modifications(s) or re-enactment thereof, for the time being in force (“the Act”), the relevant provisions of the Memorandum and Articles of Association of the Company and in accordance with the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (“ICDR Regulations”), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended (“the Listing Regulations”), the applicable provisions of the Foreign Exchange Management Act, 1999, (including any amendments, statutory modification(s) and / or re-enactment thereof for the time being in force) (‘the FEMA’), to the extent applicable, the Consolidated Foreign Direct Investment Policy issued by the Department of Industrial Policy and Promotion, Ministry of Commerce and Industry, Government of India (“GOI”) and the Foreign Exchange Management (Transfer or Issue of Securities by a Person Resident outside India) Regulations, 2000, (including any amendments, statutory modification(s) and / or re-enactment thereof for the time being in force) and all other statutes, rules, regulations, guidelines, notifications, circulars and clarifications as may be applicable, as amended from time to time, issued by the GOI, the Ministry of Corporate Affairs (‘MCA’), the Reserve Bank of India (‘RBI’), SEBI, BSE Limited and National Stock Exchange of India Limited (‘the Stock Exchanges’) where the equity shares of the Company are listed and subject to requisite approvals, consents, permissions and/ or sanctions of regulatory and other appropriate authorities, as may be required and subject to such conditions as may be prescribed by any of them while granting any such approvals, consents, permissions, and/ or sanctions and which may be agreed to, by the Board of Directors of the Company (“Board”, which term shall be deemed to include any Committee constituted by the Board to exercise its powers including the powers conferred hereunder or any person authorised by the Board or its Committee for such purpose), the approval of the Members of the Company be and is hereby accorded to the Board to create, offer, issue and allot (including with provisions for reservations on firm and/ or competitive basis, or such part of issue and for such categories of persons as may be permitted, including the employees of the Company), such number of Equity Shares and/ or other Eligible Securities as defined in Chapter VI of SEBI ICDR Regulations and/ or American Depositary Receipts (“ADRs”) and / or Global Depositary Receipts (“GDRs”) and/ or Non-Convertible Debentures with warrants and / or Foreign Currency Convertible Bonds and/ or securities convertible or exchangeable into equity including but not limited to Convertible Debentures or Convertible Preference Shares (compulsorily and/ or optionally, fully and/ or partly) and/ or a combination thereof (hereinafter referred to as “Equity Shares” or other “Securities”, respectively) at a discount or premium to market price or prices permitted under applicable law, in such manner and on such terms and conditions including, security, rate of interest etc., as may be deemed appropriate by the Board, in one or more tranches, for cash, for an aggregate amount upto ₹ 2,000 crores or equivalent thereof, by way of Qualified Institutional Placement (“QIP”)/ Further Public Offer (“FPO”) of securities in accordance with the SEBI ICDR Regulations, or any combination thereof or by way of any other mode, through issue of placement document and/ or prospectus and/ or letter of offer and/ or any other permissible/ requisite offer document (“Offering Document/Disclosure Document / Information Memorandum”), on such terms and conditions, including the terms, type of Securities to be issued, etc., as decided





**Notice (continued)**

by the Board, in consultation with the book running lead managers appointed for the proposed Issue, to Qualified Institutional Buyers (“QIBs”) as defined under SEBI ICDR Regulations and/or by way of FPO or through any other permissible mode, whether they are holders of Equity shares or not, and on such terms and conditions as may be deemed appropriate by the Board at its absolute discretion including the discretion to determine the categories of investors to whom the offer, issue and allotment of the Securities shall be made, considering the prevailing market conditions and other relevant factors and wherever necessary in consultation with book running lead managers and/or underwriters and/ or other advisors appointed or to be appointed by the Company and as may be permitted under applicable law from time to time, and without requiring any further approval or consent from the Members of the Company (the “Issue”).

**FURTHER RESOLVED** that if the Issue or any part thereof is made by way of a QIP pursuant to Chapter VI of the ICDR Regulations:

- a) the allotment of the Equity Shares or other Eligible Securities, shall be completed within 365 days or such other period as may specified under the applicable guidelines from the date of the Special Resolution of the Members of the Company;
- b) the Equity Shares that may be issued by the Company in the proposed Issue shall rank *pari passu* with the then existing Equity Shares of the Company in all respects;
- c) no partly paid-up Equity Shares or other Eligible Securities shall be issued/allotted;
- d) the Relevant Date shall mean the ‘Relevant Date’ as defined under Regulation 171 of ICDR Regulations, on the basis of which the price of the Securities shall be determined;
- e) it shall be at such price which is not less than the price determined in accordance with Regulation 176(1) provided under Chapter VI of the SEBI ICDR Regulations (the “QIP Floor Price”) and that the Board may, however, at its absolute discretion in consultation with the book running lead managers, issue Equity Shares at a discount of not more than 5 per cent or such other discount as may be permitted under applicable regulations to the QIP Floor Price;.

**FURTHER RESOLVED** that the Board be and is hereby authorised to appoint lead manager(s), depositories, custodians, registrars, bankers, lawyers, advisors, consultants and all such other agencies / intermediaries as are or may be required to be appointed, involved or concerned and to remunerate them by way of commission, brokerage, fees or the like and also to reimburse them out of pocket expenses incurred by them and also to enter into and execute all such arrangements, agreements, memorandums, documents, etc. with such agencies and also to seek the listing of such Equity Shares other securities on the Stock Exchanges.

**FURTHER RESOLVED** that subject to the applicable provisions of the Act, the Board be and is hereby authorised, on behalf of the Company, to take all actions and do all such acts, deeds, matters and things and sign such documents as may be required in furtherance of, or in relation to, or ancillary to, the issue, offer and allotment of Securities including the finalisation and approval of the draft as well as final offer document(s), determining the form and manner of the Issue, identification of the eligible investors to whom the Securities are to be offered, utilization of the issue proceeds, authorising any Director or Officer of the Company to sign offer documents, execute any necessary documents, agreements, forms, deeds, appointment of intermediaries, open and close the period of subscription of the Issue, determine the issue price, premium amount on issue as permitted under applicable law and all other terms and conditions of





the Securities, signing of declarations, filing of necessary forms with regulatory authorities and to amend, vary or modify any of the above as the Board may consider necessary, desirable or expedient and to take such steps and to do all such acts, deeds, matters and things as they may deem fit and proper for the purposes of the Issue and resolve and settle all questions or difficulties that may arise in regard to such issue, offer or allotment of Equity Shares or other Eligible Securities or any other securities and take all steps which are incidental and ancillary in this connection, including in relation to utilization of the issue proceeds, as it may in its absolute discretion deem fit without being required to seek any further consent or approval of the Members and the Members shall be deemed to have given their approval thereto expressly by the authority of this Resolution and all actions taken by the Board or any duly authorised Committee constituted by the Board to exercise its powers, in connection with any matter(s) referred to or contemplated in any of the Resolution be and are hereby approved, ratified and confirmed in all respects”.

**For and on behalf of the Board  
EDELWEISS FINANCIAL SERVICES LIMITED**

**Tarun Khurana  
Company Secretary  
(Membership No. A12344)**

**Mumbai, June 11, 2021  
Registered Office:  
Edelweiss House,  
Off C.S.T. Road, Kalina,  
Mumbai – 400 098.  
CIN : L99999MH1995PLC094641**





**Notice (continued)**

**NOTES:**

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (the Act), in respect of the Special Business to be transacted at the Annual General Meeting (AGM/Meeting) is annexed hereto. The Board of Directors have considered and decided to include the Item Nos. 5 to 7 given in the Notice as Special Business in the AGM considering the significance of the same.
2. Considering the current COVID-19 pandemic situation, restricting movement of people at several places in the country, the Ministry of Corporate Affairs (MCA), vide its General Circular No. 20/2020 dated May 5, 2020 and No. 2/2021 dated January 13, 2021 read with General Circular No. 14/2020 dated April 8, 2020 and No. 17/2020 dated April 13, 2020 (collectively referred to as the MCA Circulars) and the Circulars issued by the Securities and Exchange Board of India (SEBI) from time to time (SEBI Circulars), has allowed the Companies to conduct the AGM through VC/OAVM without the physical presence of the Members at a common venue. Accordingly, as per MCA Circulars and the applicable provisions of the Act, the 26<sup>th</sup> AGM of the Company shall be conducted through VC/OAVM on Friday, September 3, 2021, at 4 P.M. (IST).
3. Pursuant to Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time (the Listing Regulations) and Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India information in respect of the Directors seeking appointment/re-appointment at the AGM is given as an Annexure to the Notice.
4. **As per the provisions of the Act and the Articles of Association of the Company, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his / her behalf and the proxy need not be a Member of the Company. Since this AGM is being conducted in accordance with the MCA and SEBI Circulars through VC/OAVM, the requirement of physical attendance of Members has been dispensed with. Accordingly, the facility of appointment of proxies by Members will not be available for such meetings. Hence, the Proxy Form, Attendance Slip and Route Map of the venue of the AGM are not annexed to the Notice of the AGM. However, the Body Corporates, are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.**

Pursuant to the MCA Circulars, the Members are provided with the facility to join the AGM through the VC/OAVM mode 15 minutes before the scheduled time of commencement of the AGM and the same shall be kept open until 15 minutes after the scheduled time of commencement. The Members are requested to follow the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1,000 Members on a first come first serve basis as per the MCA Circulars. The Large Shareholders i.e. Shareholders holding 2% or more shareholding, Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. can attend the Meeting without restriction on account of first come first served principle.

The Institutional Investors, who are Members of the Company, are encouraged to attend the meeting through VC/OAVM mode and vote electronically. Pursuant to the provisions of the Act, such Members are required to send a scanned certified true copy (PDF/JPG Format) of the resolution/authorisation of its Board or governing body., authorising its representative to attend the AGM through VC/OAVM on its behalf and to vote through remote e-voting. The said certified Resolution/Authorisation shall be sent to the Scrutinizer at [narasimhan.b8@gmail.com](mailto:narasimhan.b8@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).





5. In case of joint holders, the Member whose name appears as the first holder in the order of the names as per the Register of Members of the Company will be entitled to vote at the AGM.

**6. QUORUM**

The attendance of the Shareholders attending the AGM through VC / OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.

**7. BOOK CLOSURE**

The Register of Members and the Share Transfer Books of the Company will remain closed from August 28, 2021 to September 2, 2021 (both days inclusive).

**8. DIVIDEND:**

The dividend, as recommended by the Board, if approved at the AGM, will be paid subject to deduction of tax at source, as may be applicable, between September 7, 2021 to September 16, 2021, to those Members:

- (a) whose names appear as Beneficial Owners as on August 28, 2021 in the list of Beneficial Owners to be furnished by National Securities Depository Limited and Central Depository Services (India) Limited in respect of the equity shares held in electronic form; and
- (b) whose names appear as Members in the Register of Members of the Company as on August 28, 2021 in respect of the equity shares held in physical form, after giving effect to valid request(s) received for transmission/ transposition of equity shares.

Pursuant to the Finance Act, 2020, dividend income will be taxable in the hands of Members w.e.f. April 1, 2020 and the Company is required to deduct tax at source from dividend paid to Members at the prescribed rates. For detailed information on the same, please refer the Company's website at [www.edelweissfin.com](http://www.edelweissfin.com).

**9. UNCLAIMED DIVIDEND**

Members are requested to note that dividend which has remained unpaid or unclaimed for 7 consecutive years or more from the date of transfer to the Company's Unpaid Dividend Account, will be transferred to the Investor Education and Protection Fund (IEPF) as per Section 124 of the Act.

Accordingly, pursuant to the provisions of the Act and the Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund) Rules, 2016 (IEPF Rules), the Company has transferred a sum of ₹ 5,56,906 to the IEPF during the year 2020-21.

Further, 21,035 equity shares of ₹ 1 each of the Company, in respect of which dividend has not been claimed for 7 consecutive years or more, have also been transferred to the beneficiary owner account of the IEPF Authority.

Members are further requested to note that the unpaid or unclaimed dividends and/or the equity shares transferred to the IEPF can be claimed by them by making an on-line/electronic application in Form IEPF-5. Upon submitting duly completed form, applicants are requested to take a print of the same and send the physical copy, duly signed, along with the requisite documents specified in Form IEPF-5, to the Company/ the RTA of the Company, M/s. Link Intime India Private Limited (Unit: Edelweiss Financial Services Limited), C 101, 247 Park, LBS Marg, Vikhroli (West), Mumbai-400083, e-mail: [rnt.helpdesk@linkintime.co.in](mailto:rnt.helpdesk@linkintime.co.in)/[iepf.shares@linkintime.co.in](mailto:iepf.shares@linkintime.co.in). The Rules and the application form (Form IEPF-5), as prescribed by the Ministry of Corporate Affairs(MCA) for claiming the shares/dividends are available on the website of MCA/IEPF authority – [www.iepf.gov.in](http://www.iepf.gov.in).





### **Notice (continued)**

In view of the above, Members who have not claimed / encashed the Dividend Warrants for Final Dividend 2013-14 and/ or any subsequent years are requested to claim their unpaid dividends within stipulated timeline by writing to the Company / RTA giving the necessary details.

## **10. GENERAL GUIDANCE TO SHAREHOLDERS**

### **• NOMINATION FACILITY**

As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. The Members are requested to submit the said form to their Depository Participant (DP) in case the shares are held in electronic form and to Link Intime India Private Limited the Registrar & Transfer Agent (RTA) of the Company in case the shares are held in physical form.

### **• BANK MANDATES**

Members holding shares in physical form are requested to intimate the Registrar & Transfer Agent under the signature of the Sole/First holder, the following information:

- I. Name of the Sole/First holder and the folio number
- II. Particulars of Bank Account viz.,
  - a) Name of the Bank
  - b) Name of the Branch
  - c) Complete address of the Branch with Pin code
  - d) Bank Account Number allotted by the Bank.

In respect of the matters pertaining to Bank details, NECS mandates, nomination, power of attorney, change in name/address, etc., the Members are requested to approach:

- the Company's Registrar & Transfer Agent, in case of shares held in physical form; and
- the respective Depository Participants, in case of shares held in electronic form.

In any correspondence with the Company/Registrar & Transfer Agent, the Members are requested to quote their account/ Folio numbers or DP ID and Client ID in respect of physical or electronic holdings, respectively.

### **• MODE OF HOLDING SHARES**

As per Regulation 40 of the Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with holding physical shares, the Members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's Registrars and Transfer Agents of the Company for any support in this regard.





- **UPDATION OF PERSONAL DETAILS**

- Pursuant to SEBI circular dated April 20, 2018, shareholders whose ledger folios having incomplete details with regard to PAN and Bank particulars are required to compulsorily furnish the same to the Registrar and Transfer Agent (RTA)/ to the Company for registration in the folio.
- Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs in case the shares are held in electronic form and to Link Intime India Private Limited in case the shares are held in physical form.
- Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or RTA of the Company the details of such folios together with the share certificates for consolidating their holdings in one folio. A consolidated share certificate will be issued to such Members after making requisite changes.

**11. DISPATCH OF ANNUAL REPORT IN ELECTRONIC FORM AND PROCESS FOR REGISTRATION OF EMAIL ID FOR OBTAINING COPY OF ANNUAL REPORT BY E-MAIL:**

- a. In accordance with the MCA and the SEBI Circulars and owing to the difficulties involved in dispatching of physical copies of the Annual Report for the financial year 2020-21 ( including the Financial Statements, Board's Report, Auditor's report or other documents required to be attached thereto) (the Annual Report 2020-21), and the Notice of the AGM, are being sent in electronic mode to Members and other persons entitled to receive the Notice, whose e-mail address is registered with the Company or the Depository Participant(s).
- b. The Members holding Equity Shares of the Company in Demat Form or Physical Form and who have not yet registered their e-mail address are requested to follow the procedure stated in point no. 12 given below for the purpose of registration.
- c. A copy of the Annual Report 2020-21 along with the Notice of the AGM and Explanatory Statement is available on the website of the Company at [www.edelweissfin.com](http://www.edelweissfin.com), BSE Limited (BSE) and National Stock Exchange of India Limited (NSE) at [www.bseindia.com](http://www.bseindia.com) & [www.nseindia.com](http://www.nseindia.com) respectively and National Securities Depository Limited (NSDL) at [www.evoting.nsdl.com](http://www.evoting.nsdl.com)

**12. PROCEDURE FOR REGISTRATION OF EMAIL IDS WITH THE DEPOSITORIES FOR PROCURING USER ID AND PASSWORD AND FOR E-VOTING ON THE RESOLUTIONS SET OUT IN THIS NOTICE :**

- a. In case the shares are held in physical mode, shareholders are requested to provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), self-attested scanned copy of PAN and Aadhar Card by e-mail to the Company at [Efsl.Shareholders@edelweissfin.com](mailto:Efsl.Shareholders@edelweissfin.com).
- b. In case the shares are held in demat mode, please provide DPID & CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, self-attested scanned copy of client master or copy of Consolidated Account statement, PAN Aadhar to the respective Depository Participants.
- c. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 15(g) i.e. [Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode](#).





**Notice (continued)**

- d. Alternatively shareholder/members may send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for procuring user id and password for e-voting by providing above mentioned documents.

**13. PROCEDURE TO RAISE QUESTIONS / SEEK CLARIFICATIONS WITH RESPECT TO ANNUAL REPORT:**

- a. As the AGM is being conducted through VC / OAVM the Members are encouraged to express their views / send their queries in advance mentioning their name, demat account number (DP Id & Client Id) / folio number, email id, mobile number at [Efsl.Shareholders@edelweissfin.com](mailto:Efsl.Shareholders@edelweissfin.com)
- b. Members desirous of getting any information in respect of the contents of the Annual Report are requested to forward the same to the Company Secretary at least 10 days prior to the AGM so that the required information can be made available. The same will be replied by/on behalf of the Company suitably.
- c. In order to enable smooth conduct of AGM, the Members who would like to express their views during the AGM may register themselves as a Speaker by sending an email to [Efsl.Shareholders@edelweissfin.com](mailto:Efsl.Shareholders@edelweissfin.com), alongwith your name and DP ID/CLIENT ID on Monday, August 30, 2021 between 9 A.M. to 6 P.M.

The Company reserves the right to restrict the number of questions and number of speakers, as appropriate for smooth conduct of the AGM.

**14. PROCEDURE FOR JOINING THE AGM THROUGH VC/ OAVM:**

- The Member will be provided with a facility to attend the AGM through VC/OAVM through the e-Voting system by following the instructions given in point 15(g).
- The link for VC/OAVM will be available in shareholder/members login where the Electronic Voting Event Number ('EVEN') of Edelweiss Financial Services Limited (the Company) will be displayed.
- On clicking this link, the Members will be able to attend and participate in the proceedings of the AGM of the Company.
- Please note that the Members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned below in point no. 15(g) of the Notice. Further, the members can also use the OTP based login for logging into the e-Voting system.
- The Members are encouraged to join the AGM through Laptops for better experience. The Members will need the latest version of any of the following browsers viz. Chrome, Safari, Internet Explorer 11, MS Edge or Firefox. Further, the Speaker Members are recommended to use an Internet with a good speed and choose 'allow camera' option in the browser for better communication.
- Please note that the Members/participants connecting through Mobile devices, Tablets or Laptop 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.





#### 15. PROCEDURE FOR REMOTE E-VOTING AND E-VOTING DURING THE AGM:

- a. In compliance with the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time) [the Rules], Regulation 44 of the Listing Regulations and the MCA Circulars, the Company has provided the facility to its Members to exercise their right to vote on resolutions proposed to be considered at the AGM by electronic means. The facility of casting votes by a Member using remote e-voting system as well as remote e-voting during the AGM will be provided by NSDL having its office at Trade World, 'A' Wing, 4<sup>th</sup> Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai – 400 013.
- b. The members are requested to carefully read the instructions on e-voting given in point no. 15(g) before casting their vote electronically.
- c. The e-voting period begins on Tuesday, August 31, 2021 at 9 A.M. and ends on Thursday, September 2, 2021 at 5 P.M. (remote e-voting period). During the remote e-voting period, the Members of the Company, holding shares either in physical form or in dematerialized form, as on Friday, August 27, 2021, the cut-off date, may cast their vote electronically. This remote e-voting module shall be disabled by NSDL for voting thereafter. The voting rights of the members shall be in proportion to their equity shares held in the total paid up equity share capital of the Company as on the cut-off date.
- d. The Members who have not cast their votes during the aforementioned period, can cast their votes during the AGM by following the same process as applicable for remote e-voting. The remote e-voting module on the day of the AGM shall be disabled by NSDL for voting 15 minutes after the conclusion of the Meeting.
- e. Once the vote on a resolution is cast, the member shall not be allowed to change it subsequently or cast the vote again.
- f. The Members who had cast their votes by remote e-voting prior to the AGM may attend the AGM. However, they shall not be entitled to cast their vote again. Members holding shares in physical form are requested to access the remote e-voting facility provided by the Company through NSDL e-voting system at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- g. **Procedure for e-voting as prescribed by NSDL**

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

##### Step 1: Access to NSDL e-Voting system

##### A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-voting facility.





### Notice (continued)

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"><li>Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “<b>Beneficial Owner</b>” icon under “<b>Login</b>” which is available under ‘<b>IDeAS</b>’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “<b>Access to e-Voting</b>” under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li><li>If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “<b>Register Online for IDeAS Portal</b>” or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li><li>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li><li>Shareholders/Members can also download NSDL Mobile App “<b>NSDL Speede</b>” facility by scanning the QR code mentioned below for seamless voting experience.</li></ol>

**NSDL Mobile App is available on**



App Store



Google Play







Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with CDSL	1. Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on New System Myeasi.
	2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of <b>e-Voting service provider i.e. NSDL</b> . Click on <b>NSDL</b> to cast your vote.
	3. If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a>
	4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. <b>NSDL</b> where the e-Voting is in progress.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-voting facility. Upon logging in, you will be able to see e-voting option. Click on e-voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-voting feature. Click on company name or e-voting service provider i.e. NSDL and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting.

**Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.**

**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
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022- 23058738 or 022-23058542/43

**B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

**How to Log-in to NSDL e-Voting website?**

- (i) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.



**Notice (continued)**

- (ii) Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
- (iii) A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

- (iv) Your User ID details are given below :

<b>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</b>		<b>Your User ID</b>
a)	For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b)	For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c)	For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

- (v) Password details for shareholders other than Individual shareholders are given below:
  - a) If you are already registered for e-voting, then you can use your existing password to login and cast your vote.
  - b) If you are using NSDL e-voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.
  - c) Procedure to retrieve your ‘initial password’?
    - a) If your email ID is registered in your demat account or with the company, your ‘initial password’ is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your ‘User ID’ and your ‘initial password’.
    - b) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.
- (vi) If you are unable to retrieve or have not received the “Initial password” or have forgotten your password:





- a) Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
  - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
- (vii) After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
- (viii) Now, you will have to click on "Login" button.
- (ix) After you click on the "Login" button, Home page of e-Voting will open.

**Step 2: Procedure to cast your vote electronically and join AGM on e-Voting system NSDL.**

1. After successful login at Step 1, you will be able to see all the companies' "EVEN" in which you are holding shares and whose voting cycle and AGM is in active status.
2. Select "EVEN" of the company – "116560" to cast your vote during the remote e-Voting period and casting your vote during the AGM. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join General Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

**16. THE INSTRUCTIONS FOR MEMBERS FOR E-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-**

- a. The procedure for e-voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
- b. Only those Members, who will be present in the AGM through VC/OAVM facility and have not cast their votes on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system in the AGM.
- c. Members who have voted through remote e-voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.





**Notice (continued)**

- d. Members may also send their queries relating to e-voting to Mr. Amit Vishal, Assistant Vice President/Ms. Pallavi Mhatre, Manager, NSDL, at email id: [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or call Toll Free No. 1800 1020 990 /1800 224 430

**17. GENERAL INFORMATION FOR SHAREHOLDERS**

- i. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such a event, you will need to go through the “Forget User Details/Password?” or “Physical User Rest Password?” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
- ii. The Statutory Registers under the Act and documents, if any, referred to in the Notice and Explanatory Statement pursuant to Section 102 of the Act will be available electronically for inspection by the Members during the AGM. Documents, if any, referred to in the Notice will also be available for electronic inspection by the Members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to [EfsI.Shareholders@edelweissfin.com](mailto:EfsI.Shareholders@edelweissfin.com).
- iii. The Board of Directors of the Company has appointed Mr. B. Narasimhan, Proprietor - M/s. B. N. & Associates, Company Secretaries, failing him, Mr. Avinash Bagul, Partner - M/s. BNP & Associates, Company Secretaries, failing him, Mr. K. Venkataraman, Practicing Company Secretary as the Scrutinizer(s) to scrutinize the voting and remote e-voting process in a fair and transparent manner. The Scrutinizer’s decision on the e-voting shall be final.
- iv. The Scrutinizer shall, after the conclusion of voting at the AGM, count the votes cast at the meeting, and the votes cast through remote e-voting and make, within two working days from the of the conclusion of the AGM, a consolidated Scrutinizer’s Report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- v. The results declared along with the report of the Scrutinizer shall be placed on the website of the Company [www.edelweissfin.com](http://www.edelweissfin.com) and on the website of NSDL e-voting viz. [www.evoting.nsdl.com](http://www.evoting.nsdl.com) after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be forwarded to BSE and NSE.





## ANNEXURE TO THE NOTICE DATED JUNE 11, 2021

### STATEMENT PURSUANT TO THE PROVISIONS OF SECTION 102 OF THE COMPANIES ACT, 2013 ('the Act')

#### ITEM NO. 5 & 6:

The Members at the 22<sup>nd</sup> Annual General Meeting of the Company held on August 2, 2017 had appointed Mr. Rashesh Shah as Managing Director and Mr. Venkatchalam Ramaswamy as an Executive Director of the Company for a term of 5 years with effect from April 1, 2017. The tenure of appointment of Mr. Shah and Mr. Venkatchalam Ramaswamy expires on March 31, 2022. The Board of Directors at their meeting held on June 11, 2021 had, subject to the approval of the Members re-appointed Mr. Rashesh Shah as the Managing Director and Mr. Venkatchalam Ramaswamy as an Executive Director for a period of five years w.e.f. April 1, 2022. The brief profile of the proposed appointees are as under:

#### a) **Mr. Rashesh Shah**

Mr. Rashesh Shah, co-founder of the Edelweiss group, is the Chairman & Managing Director of the Company. He has diverse experience in the financial markets and has been instrumental in building Edelweiss into one of India's leading diversified financial services organisations. He holds a post-graduate diploma in management from the Indian Institute of Management, Ahmedabad, and a post-graduate diploma in international trade from the Indian Institute of Foreign Trade. He has served as President of Federation of Indian Chambers of Commerce and Industry (FICCI), which is India's apex industry association in 2017-18. He has been a member of the High Level Task Force on Public Credit Registry for India, the Advisory Committee on Corporate Insolvency and Liquidation, Executive Committee of the National Stock Exchange and the High Level Committee to review the Insider Trading Regulations set up by SEBI.

#### b) **Mr. Venkatchalam Ramaswamy**

Mr. Venkatchalam Ramaswamy, co-founder of the Edelweiss group, is the Vice Chairman & Executive Director on the Board. He has diverse experience in the financial markets. He co-heads Edelweiss Group's advisory businesses and has been instrumental in building a client-need based solutions approach in the Distressed Asset Resolution and Asset Reconstruction business. He holds a master's degree in business administration from the University of Pittsburgh, and a bachelor's degree in engineering (electronics and communication branch) from Karnatak University, Dharwad.

Except for the proposed remuneration payable to Mr. Rashesh Shah and Mr. Venkatchalam Ramaswamy and to the extent of shares held in the Company by them and their relatives, they do not have any pecuniary relationship directly or indirectly with the Company or with any Director/Key Managerial Personnel except that Mr. Rashesh Shah is related to Ms. Vidya Shah, a Non-executive Director of the Company.

The Board recommends passing the Resolutions set out in Item No. 5 and Item No. 6 of the Notice as Ordinary Resolutions.

Except Mr. Rashesh Shah and Ms. Vidya Shah, none of the Directors and the Key Managerial Personnel and their relatives are interested or concerned, in any manner in Item No. 5 of the Notice.

Except Mr. Venkatchalam Ramaswamy, none of the Directors and the Key Managerial Personnel and their relatives are interested or concerned, in any manner in Item No. 6 of the Notice.





**Notice (continued)**

**ITEM NO. 7:-**

The Company together with its subsidiaries has been continuously diversifying in the financial services space. The Company in this pursuit has been consistently exploring various avenues for raising funds for various purposes including but not limited to augmenting its long-term resources, general corporate purposes, etc. The requirement of funds is proposed to be met through issue of securities, subject to approval of the Members of the Company, if required and other appropriate approvals, for an aggregate amount of upto ₹ 2,000 crores, to the eligible investors.

The consent of the Members is therefore being sought by way of a Special Resolution as set out in Item No. 7 of the Notice, pursuant to applicable provisions of the Companies Act, 2013, the SEBI ICDR Regulations and any other law for the time being in force and applicable for the issue/allotment of Equity Shares or Eligible Securities or any other securities which may be consummated in one or more tranches at such time and at such price, whether at a discount or premium to market price and on such terms and conditions as the Board (hereinafter referred to as the Board which term shall be deemed to include any Committee(s) constituted/to be constituted by the Board) may in its absolute discretion decide, taking into consideration prevailing market conditions and other relevant factors and wherever necessary in consultation with advisors, book running lead managers and such other authority or authorities as may be necessary and subject to, the SEBI ICDR Regulations, and other applicable guidelines, notifications, rules and regulations, as amended. The proposed issue of Equity shares/other securities by way of QIP/FPO or through any other mode may be offered to investors who may not be Members of the Company and hence approval of shareholders is sought in terms of the Companies Act, 2013.

The pricing of the Equity Shares and/or any other securities shall be determined in accordance with the relevant provisions of the SEBI ICDR Regulations, the Companies Act, and any other applicable law. In case of QIP, the Board in accordance with applicable law and in consultation with book running lead managers, may offer a discount of not more than 5 per cent or such percentage as permitted under applicable law on the floor price determined pursuant to the SEBI ICDR Regulations (i.e. not less than the average of the weekly high and low of the closing prices of the equity shares quoted on a stock exchange during the two weeks preceding the 'Relevant Date'). The 'Relevant Date' for the purpose of pricing the Securities shall, subject to applicable laws, be the date of the meeting in which the Board / Committee decides to open the proposed issue or such other date as may be permitted under the ICDR Regulations. The pricing of the Securities where the Securities are issued as ADRs/GDRs or FCCBs shall be determined in accordance with the provisions of the applicable laws, rules and regulations issued by relevant authorities.

The allotment of Equity Shares or other Securities shall be completed within timeline prescribed, if any, under applicable laws. The Equity Shares shall rank *pari passu* in all respects, including in respect of entitlement to dividend with the then existing equity shares and in accordance with the provisions of the placement document(s). The Eligible Securities or Equity Shares offered through QIP, shall not be eligible to be sold for a period of one year from the date of allotment, except on a recognised stock exchange, or except as may be permitted under the SEBI ICDR Regulations from time to time.

The Equity Shares allotted would be listed on BSE Limited and National Stock Exchange of India Limited and in case of ADR/GDR, on overseas Stock Exchange(s). The offer/ issue / allotment would be subject to the availability of the regulatory approvals, if any. The conversion of Securities held by foreign investors into Equity Shares would be subject to the applicable foreign investment cap and relevant foreign exchange regulations.

Accordingly, the Board of Directors recommends passing of the Special Resolution set out in Item No. 7 of the Notice. None of the Promoters or Directors and Key Managerial Personnel will be eligible to participate in the QIP and there will not be change in control.





None of the Directors or Key Managerial Personnel and/or their relatives, are in any way, financially or otherwise, interested or concerned in this Resolution, except to the extent of their shareholding in the Company.

**Details of Directors seeking appointment/re-appointment at the Annual General Meeting pursuant to Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2).**

Particulars	Mr. Rashesh Shah	Mr. Venkatchalam Ramaswamy	Mr. Himanshu Kaji
Age	57 years	54 years	55 years
Date of first Appointment	November 21, 1995	February 20, 1996	November 1, 2011
Experience in functional Area	Has diverse experience of over three decades in financial services sector.	Has diverse experience of over three decades in financial services sector.	Has diverse experience of over three decades in financial services sector.
Qualification	<ul style="list-style-type: none"> <li>B. Sc., MBA from IIM, Ahmedabad</li> <li>Diploma in International Trade from the Indian Institute of Foreign Trade, New Delhi</li> </ul>	<ul style="list-style-type: none"> <li>B.E. (Electronics &amp; Communication)</li> <li>MBA from the University of Pittsburgh</li> </ul>	<ul style="list-style-type: none"> <li>Chartered Accountant</li> <li>Post Graduate Diploma in Securities Law</li> </ul>
Terms and Conditions of Appointment/ Reappointment	Appointed as a Managing Director w.e.f. April 1, 2017 for a period of 5 years	Appointed as an Executive Director w.e.f. April 1, 2017 for a term of 5 years	Appointed as an Executive Director w.e.f. November 1, 2019 for a term of 5 years
Remuneration to be paid	Entitled for payment of Salary, Perquisites and Bonus as approved by the Members of the Company at the Annual General Meeting held on August 2, 2017.	Entitled for payment of Salary, Perquisites and Bonus as approved by the Members of the Company at the Annual General Meeting held on August 2, 2017.	Entitled for payment of Salary, Perquisites and Bonus as approved by the Members of the Company at the Annual General Meeting held on July 25, 2019.
Remuneration last drawn	Refer Corporate Governance Report forming a part of the Annual Report	Refer Corporate Governance Report forming a part of the Annual Report	Refer Corporate Governance Report forming a part of the Annual Report
No. of Board Meetings attended during the year	6	6	6





**Notice (continued)**

Particulars	Mr. Rashesh Shah	Mr. Venkatchalam Ramaswamy	Mr. Himanshu Kaji
<b>Directorship in other Companies</b>	1. ECL Finance Limited 2. Edelweiss Asset Reconstruction Company Limited 3. Edelweiss Tokio Life Insurance Company Limited 4. Mabella Trustee Services Private Limited 5. Rashesh & Vidya Shah Family Foundation 6. Edelweiss Securities Limited	1. ECL Finance Limited 2. Edelweiss Asset Reconstruction Company Limited 3. Edelweiss Capital (Singapore) Pte. Ltd. 4. Edelweiss Alternative Asset Advisors Pte. Ltd. 5. Edelweiss Investment Advisors Pte. Ltd. 6. Edelweiss Global Wealth Management Limited 7. Edelweiss Securities Limited 8. Edelweiss Finance & Investments Limited	Edelweiss Trusteeship Company Limited
<b>Membership/ Chairmanship of Committees of other public limited companies*</b>	-	Audit Committee- 1. Edelweiss Asset Reconstruction Company Limited 2. Edelweiss Securities Limited Stakeholders Relationship Committee- Edelweiss Finance & Investments Limited	Audit & Risk Committee- Edelweiss Trusteeship Company Limited
<b>Relationship with other Directors inter-se and with Key Managerial Personnel of the Company</b>	Ms. Vidya Shah, a Non-Executive Non-Independent Director of the Company is spouse of Mr. Rashesh Shah	None	None
<b>No. of shares held in the Company</b>	14,56,01,730 Equity Shares of ₹ 1 each	5,81,26,560 Equity Shares of ₹ 1 each	38,51,500 Equity Shares of ₹ 1 each

\*Only Audit Committee and Stakeholders' Relationship Committee, in other public limited companies, have been considered for the Committee position.

**For and on behalf of the Board  
EDELWEISS FINANCIAL SERVICES LIMITED**

**Tarun Khurana  
Company Secretary  
(Membership No. A12344)**

**Mumbai, June 11, 2021  
Registered Office:  
Edelweiss House,  
Off C.S.T. Road, Kalina,  
Mumbai – 400 098.  
CIN : L99999MH1995PLC094641**