Date: 14.11.2022

ISIN: INE526R01010
SCRIP CODE: 539017
SCRIP ID: STARHFL
PAN NO. AAGCA1988C

To,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400 001

Sub: Notice of Extra Ordinary General Meeting (EGM) of Star Housing Finance Limited

Dear Sir/Madam,

We enclosed herewith Notice of the Extra Ordinary General Meeting (EGM) to be held on Tuesday, 06th December, 2022 at 12.30 P.M. IST through Video Conferencing (VC) / Other Audio Visual Mean (OAVM) in accordance with the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the relevant circulars of the Ministry of Corporate Affairs (MCA) and the Securities and Exchange Board of India (SEBI).

The Notice of the EGM is also accessible on the website of the Company at www.starhfl.com

Thanking You,

For M/s. Star Housing Finance Limited

S. R. Mehta

Shreyas Mehta
Company Secretary & Compliance Officer
M.No. A38639

STAR HOUSING FINANCE LIMITED

STAR HOUSING FINANCE LIMITED
(Formerly Known as Akme Star Housing Finance Limited)
CIN: L45201MH2005PLC376046 | RBI REGN NO: DOR-0080
Registered Office: 603, Western Edge I, Above Metro Cash & Carry,
Borivali East, Mumbai 400066
Email: compliance@starhfl.com | Contact No. 8828036610

NOTICE IS HEREBY GIVEN THAT THE EXTRA-ORDINARY GENERAL MEETING OF THE MEMBERS OF STAR HOUSING FINANCE LIMITED WILL BE HELD ON, TUESDAY 06TH DECEMBER, 2022 AT 12:30 P.M. (INDIAN STANDARD TIME) THROUGH VIDEO CONFERENCING ("VC") OR OTHER AUDIO-VISUAL MEANS ("OAVM") TO TRANSACT THE FOLLOWING BUSINESSES:

SPECIAL BUSINESSES:

Item No. 1 – Sub-division of equity shares of the Company.

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 Section 61(1)(d) and all other applicable provisions of the Companies Act, 2013, Companies (Share Capital and Debentures) Rules, 2014, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 [including any statutory modification(s) or re-enactment(s)thereof, for the time being in force], relevant provisions of Memorandum of Association, & Articles of Association of the Company and subject to such permissions, sanctions and approvals as may be required in this respect, approval of the Members of the Company be and is hereby accorded for sub-division of each existing equity share of face value of Rs. 10/- (Rupees Ten only) into Two (2) equity shares of face value of Rs. 5/- (Rupees Five only) fully paid- up, with effect from the 'Record date' to be determined by the Board for this purpose.

RESOLVED FURTHER THAT upon sub-division of the equity shares, the share certificates in respect of the existing equity shares of face value of Rs. 10/- held in physical form shall be deemed to have been automatically cancelled and be of no effect from the record date and thereon the Company may without requiring the surrender of the existing share certificates credit the new Equity Shares or issue new Equity Share Certificates, as the case may be, in accordance with the applicable provisions of the SEBI Regulations within the period prescribed and that in case of equity shares are held in dematerialised form, the new Equity Shares shall be credited to the beneficiary accounts of the Members with their respective depository participants, in lieu of the existing credits representing the equity shares of the Company before sub-division.

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorised to make appropriate adjustments due to sub-division of shares, to the stock options which have been granted under its Employee Stock Option Scheme, Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 or Securities and Exchange Board of India (Share Based Employee Benefits And Sweat Equity) Regulations, 2021, as amended from time to time, such that the exercise price for all outstanding stock options (vested but not exercised and unvested stock options), the number thereof and the number of stock options available for future grant(s) as on the record date shall be proportionately adjusted.

RESOLVED FURTHER THAT the sub-divided shares shall be subject to the terms and conditions contained in Memorandum of Association and Articles of Association of the Company.

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board of Directors and /or Company Secretary be and are hereby jointly and severally authorized to accept and make any alteration(s), modification(s) to the terms and conditions as they may deem necessary, concerning any aspect of the subdivision of equity shares, in accordance with the statutory requirements as well as to give such directions as may be necessary or desirable, to settle any questions, difficulties or doubts that may arise and generally, to do all acts, deeds, matters and things as they may, in their absolute discretion deem necessary, expedient, usual or proper in relation to or in connection with or for matters in relation or consequential to the Sub-division of shares including execution and filing of all the relevant documents with the Stock Exchanges, Depositories and other appropriate authorities, in due compliance of the applicable rules and regulations, without seeking any further consent or approval of the members or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution."

Item No. 2 Alteration of Capital Clause of the Memorandum of Association of the Company.

To consider, and if thought fit, to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 13, 61 and 64 other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder [including any statutory modification(s) or re-enactment(s) thereof, for the time being in force], subject to such approvals as may be necessary, consent of the Members of the Company be and is hereby accorded to alter and substitute the existing Clause V of the Memorandum of Association of the Company with the following new Clause V:

STAR HOUSING FINANCE LIMITED
(Formerly Known as Akme Star Housing Finance Limited)
CIN: L45201MH2005PLC376046 | RBI REGN NO: DOR-0080
Registered Office: 603, Western Edge I, Above Metro Cash & Carry,
Borivali East, Mumbai 400066
Email: compliance@starhfl.com | Contact No. 8828036610

V. The Authorised Share Capital of the Company is Rs. 50,00,00,000 (Rupees Fifty crore) divided into 10,00,00,000 equity shares of face value of Rs. 5/-. The Company has power, from time to time, to increase or reduce its capital and to divide the shares in the capital for the time being into other classes and to attach thereto respectively such preferential, deferred qualified or other special rights, privileges, conditions or restrictions, as may be determined by or in accordance with the Articles of Association of the Company and to vary, modify or abrogate any such rights, privileges or conditions or restrictions permitted by Articles of Association of the Company or the legislative provisions for the time being in force in that behalf.

RESOLVED FURTHER THAT for the purpose of giving effect to the aforesaid resolution, the Board of Directors/ or Company Secretary be and are hereby authorised to give such directions, as they may in their absolute discretion deem necessary, proper or desirable, to apply for requisite approvals, sanctions of the statutory or regulatory authorities, as may be required, to sign, execute necessary applications, papers, documents, undertakings and other declarations for submission with stock exchanges, Registrar of Companies, Registrar & Share Transfer Agents, depositories and/or any other regulatory or statutory authorities, to appoint legal representatives, advocates, attorneys, including to settle any questions, doubts or difficulties that may arise in this respect without requiring to obtain any further approval of the Members of the Company to the end and intent that they shall be deemed to have given their approval thereto and for matters connected therewith or incidental thereto expressly by the authority of this resolution."

Item No. 3 Issue of Bonus Shares.

To consider and, if thought fit, to pass the following Resolution as an Ordinary Resolution:

"RESOLVED THAT in accordance with the provisions of Section 23 and 63 and all other applicable provisions of the Companies Act, 2013 read with the Companies (Share Capital and Debentures) Rules, 2014, subject to relevant provisions of the Articles of Association of the Company, the Securities and Exchange Board of India ('SEBI') (Issue of Capital and Disclosure Requirements) Regulations, 2018, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, [including any statutory modification(s) or re-enactment(s) thereof, for the time being in force] and other applicable regulations, rules and guidelines issued by SEBI and the Reserve Bank of India ('RBI') from time to time, and subject to such approvals, consents, permissions, conditions and sanctions as may be necessary from appropriate authorities, approval of the Members be and is hereby accorded for capitalization of such sum standing to the credit of the securities premium and/or free reserves & surplus of the Company, as may be considered necessary by the Board of Directors (hereinafter referred to as 'the Board',) for the purpose of issuance of fully paid-up bonus equity shares) ('bonus shares') to the Members of the Company in the proportion of 1 (One) bonus share for every 1 (One) equity share (nominal value of equity share shall be adjusted post sub-division) held as on such date as may be fixed by the Board for this purpose ('record date') and that the new bonus equity shares so issued and allotted shall, for all purposes, be treated as an increase in the paid-up capital of the Company held by each such Member.

RESOLVED FURTHER THAT the bonus shares so allotted shall rank pari passu in all respects with the fully paid-up equity shares of the Company as on the record date and the same shall be subject to the terms and conditions contained in Memorandum of Association and Articles of Association of the Company.

RESOLVED FURTHER THAT the New Equity Shares will be credited in electronic form to the Demat accounts of the shareholders who hold the existing equity shares in electronic form, and for others who do not have valid Demat account, the new Equity Shares or new Equity Share Certificates, as the case may be, shall be issued in accordance with the applicable provisions of the SEBI Regulations within the period prescribed.

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorised to make appropriate adjustments, due to issue of Bonus shares, to the stock options which have been granted under its Employee Stock Option Scheme, Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 or Securities and Exchange Board of India (Share Based Employee Benefits And Sweat Equity) Regulations, 2021, as amended from time to time, such that the exercise price for all outstanding stock options (vested but not exercised and unvested stock options), the number thereof and the number of stock options available for future grant(s) as on the record date shall be proportionately adjusted.

RESOLVED FURTHER THAT the allotment of equity bonus shares to the extent that they relate to non- resident [including Non-Resident Indians (NRIs), and other foreign investors] Members of the Company, shall be subject to the approval, if any, of the Reserve Bank of India under the Foreign Exchange Management Act, 1999, as amended or any other Regulatory authority, if any, as may be deemed necessary.

STAR HOUSING FINANCE LIMITED
(Formerly Known as Akme Star Housing Finance Limited)
CIN: L45201MH2005PLC376046 | RBI REGN NO: DOR-0080
Registered Office: 603, Western Edge I, Above Metro Cash & Carry,
Borivali East, Mumbai 400066
Email: compliance@starhfl.com | Contact No. 8828036610

RESOLVED FURTHER THAT the Board of Directors and/or Company Secretary be and are hereby authorized to take necessary steps for listing of the bonus equity shares so allotted on the Stock Exchanges where the securities of the Company are listed as per the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and other applicable laws, rules, regulations and guidelines.

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolutions, the Board of Directors and/or Company Secretary be and are hereby jointly and severally authorized to do all such acts, deeds, matters and things and execute all such documents, instruments and writings as may be required and as it may in its sole and absolute discretion deem necessary or desirable for such purpose, expedient or incidental in regard to issue of bonus shares, including but not limited to, filing of any documents with the Securities and Exchange Board of India, Stock Exchanges where the shares of the Company are listed, Depositories, Ministry of Corporate Affairs and/ or any concerned authorities, applying and seeking necessary listing approvals from the Stock Exchanges, and to settle any question, difficulty or doubt that may arise in regard thereto."

Item No.4. To consider appointment of Mr. Pradip Kumar Das (DIN: 06593113) by appointing him as a Non-Executive Independent Director of the company.

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

"**RESOLVED THAT** Mr. Pradip Kumar Das (DIN: 06593113), who was appointed as an Additional Director of the Company with effect from October 17, 2022 by the Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, and who holds office up to the date of this General Meeting of the Company under Section 161(1) of the Companies Act, 2013 ('Act') [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] and subject to relevant provisions of the Articles of Association of the Company, and who is eligible for appointment and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a Member proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Act read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014, Regulation 17 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), as amended from time to time, the appointment of Mr Pradip Kumar Das that meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and who has submitted a declaration to that effect, and who is eligible for appointment as an Independent Director of the Company, for a term of five years, i.e., from October 17, 2022 to October 16, 2027 (both days inclusive) and who would not be liable to retire by rotation, be and is hereby approved.

RESOLVED FURTHER THAT the Board of Directors and/ or the 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."

By order of the Board of Directors
For Star Housing Finance Limited

Date: 12th November, 2022

Place: Mumbai

Sd/-
Shreyas Mehta
Company Secretary & Compliance Officer
M.No. A38639

Registered Office:
603, Western Edge I,
Above Metro Cash & Carry,
Borivali East, Mumbai 400066

STAR HOUSING FINANCE LIMITED
(Formerly Known as Akme Star Housing Finance Limited)
CIN: L45201MH2005PLC376046 | RBI REGN NO: DOR-0080
Registered Office: 603, Western Edge I, Above Metro Cash & Carry,
Borivali East, Mumbai 400066
Email: compliance@starhfl.com | Contact No. 8828036610

NOTES:

1. The Ministry of Corporate Affairs ("MCA") has, vide its Circular no. 2/2022 dated May 5, 2022 read together with circular dated December 14, 2021, December 8,2021 & January 13, 2021, Circular no. 14/2020 dated April 08, 2020 read with General Circular No.17/2020 dated April 13, 2020, General Circular 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020 and General Circular No. 39/2020 dated December 31, 2020 issued by the Ministry of Corporate Affairs ("MCA circulars") followed by Circular No. 20/2020 dated May 05, 2020, and Securities and Exchange Board of India vide its Circular No. SEBI / HO / CFD/ CMD1 / CIR / P /2020/79 dated 12th May, 2020 and SEBI/HO/ CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021 ("SEBI Circular") and in compliance with the provisions of the Companies Act, 2013("Act") and the SEBI (Listing Obligations And Disclosures Requirements) Regulations, 2015 ("SEBI Listing Regulations"), have permitted convening the Extra- Ordinary General Meeting ("EGM"/"Meeting") through VC or OAVM, without the physical presence of the Members at the common venue. The deemed venue for the EGM shall be the Registered Office of the Company i.e. 603, Western Edge I, Above Metro Cash & Carry, Borivali East, Mumbai 400066.

2. An Explanatory Statement pursuant to Section 102 (1) of the Companies Act, 2013 in respect of business to be transacted at the Extra Ordinary General Meeting (EGM), as set out under Item No. 1 to 4 above and the relevant details of the Directors under Item No. 4 above as required under Regulation 36(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 (Listing Regulations) and as required under Secretarial Standards - 2 on General Meetings issued by the Institute of Company Secretaries of India is annexed thereto.

3. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the Extra -Ordinary General Meeting (EGM), 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 EGM is being held through VC/OAVM pursuant to the MCA and SEBI Circulars, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the EGM. Hence, Proxy Form and Attendance Slip including Route Map are not annexed to this Notice.

4. Corporate Members intending to send their authorized representative(s) to attend the meeting through VC/OAVM are requested to send to the Company a certified copy of the relevant Board resolution together with the specimen signature(s) of the representative(s) authorizing under the said Board resolution to attend and vote on their behalf at the meeting.

5. The Members can join the EGM held through VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM through VC/OAVM will be made available for 1000 members on a first come first served basis. This will not include 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. who are allowed to attend the EGM without restriction on account of first come first served basis.

6. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which the Directors are interested maintained under Section 189 of the Act and the relevant documents referred to in the Notice will be available electronically for inspection by the Members during the EGM.

7. Attendance of the Members participating in the EGM through VC/OAVM Facility shall be counted for the purpose of reckoning the quorum under Section 103 of the Act,

8. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020, May 05, 2020 and December 31, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the EGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as venue voting on the date of the EGM will be provided by NSDL.

9. In compliance with the MCA Circular and the Securities and Exchange Board of India ("SEBI") Circulars dated May 13, 2022, the Notice of the EGM is being sent through electronic mode to those Members who's Email addresses are registered with the

Company/ Depositories. Members may note that the Notice will also be available on the Company's website www.starhfl.com. The Notice can also be accessed from the websites of the BSE Limited at www.bseindia.com and the EGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.

10. Members, who have not registered their email id so far, are requested to register their email addresses with their DP's permanently for receiving all communications including any notices, circular etc. from the Company electronically. In case of any queries the members are requested to write to compliance@starhfl.com

Members holding shares in dematerialized mode are requested to register/update their email addresses with the relevant Depository Participant.

Members holding shares in physical form are requested to register/ update their email addresses with the Registrar & Share Transfer Agent of the Company.

11. In furtherance of the Go Green Initiative of the Government, electronic copy of Notice of EGM is being sent to all the members whose email addresses are registered with the Company/Depository Participants.

12. Necessary documents including the Notice and the explanatory statement will be made available for inspection up to the date of EGM at the Company's Website www.starhfl.com

13. In case of joint holders attending the EGM, only such joint holders who are higher in order of names will be entitled to vote.

14. Members holding shares individually in physical form are advised to make nomination in respect of their shareholding in the Company. The nomination form can be downloaded from the Company's website at www.starhfl.com Members who hold shares singly in Dematerialized form are advised to make a nomination through their Depository Participant.

15. Non - Resident Indian Members are requested to inform Registrar and Share Transfer Agents, immediately of :

(a) Change in their residential status on return in India for permanent settlement.

(b) Particulars of their bank account are maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.

16. Soft copy of necessary documents including the Notice and the explanatory statement will be made available for inspection in electronic form during the meeting, any member who wishes to inspect the said documents shall request for the same.

17. Voting through electronic means:

In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Extra Ordinary General Meeting (EGM by electronic means and the business may be transacted through E-Voting Services) service provided by NSDL. E-Voting is optional. The Facility of E-voting shall also be made available at the EGM and Members attending the EGM who have not cast their vote by remote e-voting shall be able to exercise their right to cast vote at the EGM.

18. The instructions for Members for Remote E-Voting are as under:

The Remote voting period begins on Saturday, 03rd December, 2022 at 10.00 A.M. IST and ends on Monday, 05th December, 2022 at 05:00 P.M. IST. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. Tuesday, 29th November, 2022, may cast their vote electronically. The Remote e-voting module shall be disabled by NDSL for voting thereafter.

How do I vote electronically using NSDL e-Voting system?

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

Step 1: Log-in to NSDL e-voting system at https://www.evoting.nsdl.com/.

- Visit the e-Voting website of NSDL. Open a web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a personal computer or on a mobile.

STAR HOUSING FINANCE LIMITED
(Formerly Known as Akme Star Housing Finance Limited)
CIN: L45201MH2005PLC376046 | RBI REGN NO: DOR-0080
Registered Office: 603, Western Edge I, Above Metro Cash & Carry,
Borivali East, Mumbai 400066
Email: compliance@starhfl.com | Contact No. 8828036610

- Once the home page of E- Voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.
- A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen. Alternatively if you are registered for NSDL e-services i.e. IDEAS, you can log in at https://www.evoting.nsdl.com/ with your existing IDEAS login. Once you log in to NSDL e-services after using your login credentials, click on E- Voting and you can proceed to Step 2 i.e. cast your vote electronically.

Manner of holding shares i.e. Demat (NSDL or CDSL) OR Physical	**Your User ID is:**
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID
	For example 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 _____then User ID is ***

- **Your password details are given below:**

(a) If you are already registered with E-Voting, then you can use your existing password to login and cast your vote.

(b) If you are using the 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) How to retrieve your 'initial password'?

(i) 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 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'.

(ii) If your email ID is not registered, your 'initial password' is communicated to you on your postal address.

If you are unable to retrieve or have not received the 'Initial password' or have forgotten your password:

(a) Click on "Forget User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
(b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on 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 mentioning your demat account number/ folio number, your PAN, your name and your registered address.
(d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

After entering your password, tick on Agree to "Term and Conditions" by selecting on the check box.

Now, you will have to click on the "Login" button.

After you click on the "Login" button, the Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system. How to cast your vote electronically on NSDL e-Voting system?

a. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then click on Active Voting Cycles.

b. After clicking on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.

c. Select "EVEN" of the Company which is 122874.

d. Now you are ready for e- Voting as the Voting page opens.

e. 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.

f. Upon confirmation, the message "Vote cast successfully" will be displayed.

g. You can also take the printout of the votes cast by you clicking on the print option on the confirmation page.

h. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory (ies) who are authorized to vote, to the Scrutinizer by e-mail to csronakjhuthawat@gmail.com with a copy marked to evoting@nsdl.co.in.

2. 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 an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or send a request evoting@nsdl.co.in.

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), Aadhar (self attested scanned copy of Aadhar Card) by email to (compliance@starhfl.com).
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to (compliance@starhfl.com).

19. Instructions for Members for Voting on the day of EGM through VC/OAVM are as under:

1. The procedure for e-Voting on the day of the EGM is same as the instructions provided for remote e- voting.
2. Only those Members/ shareholders, who will be present in the EGM through VC/OAVM facility and have not casted their vote 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 EGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM. However, they will not be eligible to vote at the EGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM shall be the same person mentioned for Remote e-voting. Instructions for Members.

Instructions for Members for Attending the EGM through VC/OAVM are as under.

1. Member will be provided with a facility to attend the EGM through VC/OAVM through the NSDL e-Voting system. Members may access the same at https://www.evoting.nsdl.com. under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVEN of Company will be displayed. 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 in the notice to avoid last minute rush. Further members can also use the OTP based login for logging into the e-Voting system of NSDL.

2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. 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.
5. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker may send their request mentioning their name, demat account number/folio number, email id, mobile number at compliance@starhfl.com.
6. Shareholders, who would like to express their views/have questions may send their questions in advance mentioning their name, demat account number/folio number, email id, mobile number at compliance@starhfl.com. The same will be replied by the company suitably.
7. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

OTHER INSTRUCTIONS

20. The voting rights of Members shall be proportion to their shares of the paid up equity share capital of the Company as on the cut-off date and a person who is not a Member as on the cut-off date should treat the Notice for information purpose only.

21. The Company has appointed Mr. Ronak Jhuthawat (Certificate of Practice No.-12094) of M/s Ronak Jhuthawat & Co., Company Secretary in practice as Scrutinizer, to scrutinize the voting (at EGM venue) and remote e-voting process in a fair and transparent manner and they have communicated their willingness to be appointed and to be availed for the purpose of ascertaining the requisite majority.

22. The Scrutinizer shall, immediately after the conclusion of voting at the EGM, unblock the votes cast at the meeting and through remote e-voting and make, not later than 48 hours of conclusion of the Meeting, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman of the Company or a person authorized by him in writing, who shall countersign the same. The Chairman or a person authorized by him in writing shall declare the result of the voting forthwith.

23. The results as declared by the Chairman or a person authorized by him in writing along with the Scrutinizer's Report shall be immediately placed on the website of the Company i.e. www.starhfl.com and NSDL after the declaration of results. The results shall also be simultaneously communicated to BSE Limited.

24. The resolutions listed in the Notice of the EGM shall be deemed to be passed on the date of the EGM, subject to the receipt of the requisite number of votes in favour of the respective resolutions.

25. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.1800-222-990 or send a request at evoting@nsdl.co.in

STAR HOUSING FINANCE LIMITED
(Formerly Known as Akme Star Housing Finance Limited)
CIN: L45201MH2005PLC376046 | RBI REGN NO: DOR-0080
Registered Office: 603, Western Edge I, Above Metro Cash & Carry,
Borivali East, Mumbai 400066
Email: compliance@starhfl.com | Contact No. 8828036610

EXPLANATORY STATEMENT

Explanatory Statement Pursuant to Section 102 of the Companies Act, 2013

Item No. 1 & 2

The equity shares of your Company are listed and actively traded on the Bombay Stock Exchange Limited.

With a view to improve liquidity on the exchange platform, the Board of Directors ("Board"), at its meeting held , subject to the consent of the Shareholders of the Company and all other requisite approvals, permissions, sanctions had approved and recommended

1. Sub-division of its One Equity Share of Rs. 10/- each into Two Equity Share of Rs. 5/- each.

2. Alteration of the authorized capital clause to facilitate sub-division and enhancement on account of any issue of shares as under (item no. 2 of the Notice):

Existing			Proposed		
Face Value (Rs.)	No. of Shares	Amount (Rs.)	Face Value (Rs.)	No. of shares	Amount (Rs.)
10	5,00,00,000	50,00,00,000	5	10,00,00,000	50,00,00,000

The Record Date for the aforesaid sub-division of equity shares shall be fixed by the Board in this regard thereof.

In the opinion of the Board, proposed sub-division of the equity shares is in the best interest of the Company and the investors, therefore the Board at its meeting held, approved the aforesaid sub-division, subject to requisite approval of the shareholders and all other requisite approvals, permissions, sanctions. It is informed that there will not be any change in the amount of authorized, subscribed and paid-up Share capital of the Company on account of sub-division of equity shares.

To accommodate the sub-division, it is necessary to alter the capital clause of the Memorandum of Association of the Company, as mentioned in the item No.2 of the Notice. Pursuant to provisions of Sections 13, 61 and 64 of the Companies Act, 2013, Articles of Association of the Company and any other applicable statutory and regulatory requirements, the Members may by way of an ordinary resolution approve sub-division of equity shares, alteration of capital clause of Memorandum of Association.

Further the aforesaid sub-division, require fair and reasonable adjustment to the stock options that have been vested and yet to be exercised or unvested or stock options to be granted and also to the exercise price of such options, under the Company's Employee Stock Option Scheme as on the Record Date. The Company's Employee Stock Option Scheme provide for making a fair and reasonable adjustment to the outstanding stock options as mentioned above.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out in this Notice, except to the extent of their shareholding, if any, in the Company as on the record date.

The Board, therefore, recommends resolutions set out under business item no. 1 and 2 for approval of the shareholders by way of Ordinary Resolutions.

Item No. 3

As a goodwill gesture and with a view to improve liquidity on the exchange platform, the Board of Directors ("Board"), at its meeting held on October 17, 2022, after considering the available reserves, subject to the consent of the Shareholders of the Company, relevant provisions of Articles of Association and all other requisite approvals, permissions, sanctions had approved and recommended to and capitalize to the extent of Rs.18,91,27,290/- (Rupees Eighteen Crore Ninety One Lakhs Twenty Seven Thousand Two Hundred Ninety Only) or such other amount from and out of the Free/General Reserve and/or Securities Premium as per the Financial Statements of the Company for the period ended on March 31, 2022, for issue and allotment of bonus shares in the ratio of 1:1 i.e. 1 (One) new equity share for every 1 (One) existing equity share of the Company (nominal value of equity share shall be adjusted post sub-division) held by the existing Shareholders as on the 'Record Date' to be determined by the Board.

Articles of Association of the Company permits that, the Company, in General Meeting, may upon recommendation of the Board, approve, capitalisation of any part of the amount for the time being standing to the credit of any of the Company's reserve accounts or

to the credit of the profit and loss account, or otherwise available for distribution by applying the same towards payment of unissued shares to be issued to the Shareholders as fully paid up bonus shares.

Pursuant to the provisions of Section 63 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, and subject to applicable statutory and regulatory approvals, if any, the issue of bonus shares of the Company requires the approval of the Shareholders of the Company. Accordingly, approval of the Shareholders of the Company is hereby sought by way of ordinary resolution as set out in this Notice.

The bonus shares are proposed to be issued to the Shareholders of the Company, whose names appear in the Register of members of the Company as on the 'Record Date', to be determined by the Board of Directors thereof for the purpose of issue of bonus shares in the ratio of 1(One) new bonus share for every 1(One) fully paid-up equity share (nominal value of equity share shall be adjusted post sub-division) (1:1) held by them as on the Record Date.

The Bonus Shares, from the date of allotment thereof, shall rank pari- passu in all respect with the existing equity shares of the Company. No Letter of allotment shall be issued in relation of the said Bonus Shares. Instead, Share Certificates will be dispatched to the Shareholder who holds the existing shares in physical form and the respective beneficiary accounts will be credited for the Bonus Shares, or such shareholders who hold the existing equity shares in dematerialized electronic form, within the prescribed period.

Further the aforesaid bonus issue, require fair and reasonable adjustment to the stock options that have been vested and yet to be exercised or unvested or stock options to be granted and also to the exercise price of such options, under the Company's Employee Stock Option Scheme as on the Record Date. The Company's Employee Stock Option Scheme provide for making a fair and reasonable adjustment to the outstanding stock options as mentioned above.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out in this Notice, except to the extent of their shareholding, if any, in the Company as on the record date.

Pursuant to proviso to Regulation 295 of SEBI ICDR (Issue of Capital and Disclosure Requirements) Regulations, 2009 the bonus issue shall be implemented within two months from the date of the meeting of Board of Directors wherein the decision to announce the bonus issue was taken subject to shareholders' approval.

Accordingly, the Company will take the requisite steps for implementing the aforesaid corporate actions on or before 16th December, 2022, subject to necessary approvals.

The Board, therefore, recommends resolutions set out under business item no. 3 for approval of the shareholders by way of Ordinary Resolution.

Item No.4

Pursuant to the provisions of Section 161(1) of the Act and relevant provisions of the Articles of Association of the Company, the Board of Directors of the Company, on the recommendation of Nomination & Remuneration Committee, at its meeting held on October 17, 2022 appointed Mr. Pradip Kumar Das as the Additional Director in the category of Non-Executive Independent Director w.e.f. 17th October, 2022. The Company has, in terms of Section 160(1) of the Act, received in writing notice from a Member, proposing his candidature for the office of Director. The profile and specific areas of expertise of Mr. Pradip Kumar Das are provided as Annexure to this Notice.

Mr. Pradip Kumar Das has given his declaration to the Board, inter alia, that (i) he meets the criteria of independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations, (ii) is not restrained from acting as a Director by virtue of any Order passed by SEBI or any such authority and (iii) is eligible to be appointed as a Director in terms of Section 164 of the Act iv) has also given declarations required under RBI/NHB. He has also given his consent to act as a Director.

In the opinion of the Board, Mr. Pradip Kumar Das is a person of integrity, possesses relevant expertise / experience and fulfills the conditions specified in the Act and the SEBI Listing Regulations for appointment as an Independent Director and he is independent of the management.

Given his experience, the Board considers it desirable and in the interest of the Company to have Mr. Pradip Kumar Das on the Board of the Company and accordingly the Board recommends the appointment of Mr. Pradip Kumar Das as an Independent Director as proposed in the Resolution set out at Item No. 4 of the accompanying Notice for approval by the Members.

STAR HOUSING FINANCE LIMITED
(Formerly Known as Akme Star Housing Finance Limited)
CIN: L45201MH2005PLC376046 | RBI REGN NO: DOR-0080
Registered Office: 603, Western Edge I, Above Metro Cash & Carry,
Borivali East, Mumbai 400066
Email: compliance@starhfl.com | Contact No. 8828036610

Except for Mr. Pradip Kumar Das and/or his relatives, no other Director, Key Managerial Personnel or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the said Resolution.

The Board recommends the resolution set forth in Item No. 4 for the approval of the Members as Ordinary Resolution.

STAR HOUSING FINANCE LIMITED
(Formerly Known as Akme Star Housing Finance Limited)
CIN: L45201MH2005PLC376046 | RBI REGN NO: DOR-0080
Registered Office: 603, Western Edge I, Above Metro Cash & Carry,
Borivali East, Mumbai 400066
Email: compliance@starhfl.com | Contact No. 8828036610

ANNEXURE I

Details of Director seeking appointment at the Extra Ordinary General Meeting

[In pursuance of Regulation 36(3) of SEBI (Listing obligation and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")]

1	**Name of the Director**	**Mr. Pradip Kumar Das**
2	DIN	06593113
3	Date of Birth	15-03-1962
4	Nationality	Indian
5	Date of first appointment in the current designation	17-10-2022
6	Qualification	M.B.A.
7	Experience	Pradip Kumar Das, aged 60 years, is a well-known commercial banker with more than three decades of all-round rich experience in public & private banking industry (more than 21 years in IDBI Bank Ltd and 14 years in Central Bank of India with 18 years plus in leadership role) across various business verticals & geographies. Series of accolades in terms of performance in Retail Banking. He was also on the board of various reputed Industries in the country. He is having experience in the field of Retail Banking, Wholesale Banking viz Corporate Banking, Priority Sector Lending, Trade Finance, Cash Management services, Government Business, Branch Banking Operations, Policy, Currency Chest Management, Recovery & Resolution etc.
8	Shareholding in the Company:	15,000 equity shares
9	Terms and conditions of appointment or reappointment along with details of remuneration	Terms for appointment : From 17th October, 2022 up to 16th October, 2027
10	Remuneration last drawn	Being a Non-Executive Independent Director, no remuneration is paid by the

STAR HOUSING FINANCE LIMITED
(Formerly Known as Akme Star Housing Finance Limited)
CIN: L45201MH2005PLC376046 | RBI REGN NO: DOR-0080
Registered Office: 603, Western Edge I, Above Metro Cash & Carry,
Borivali East, Mumbai 400066
Email: compliance@starhfl.com | Contact No. 8828036610

		Company, except sitting fee per Board meeting attended.
11	No. of Meeting of the Board attended during the year	1
12	Directorships of other Companies	Nil
13	Membership/Chairmanship of Committee of other Companies	NA
14	Inter-se relationships between: • Directors • Key Managerial Personnel	None

Date: 12th November, 2022

Place: Mumbai

By order of the Board of Directors
For Star Housing Finance Limited

Sd/-
Shreyas Mehta
Company Secretary & Compliance Officer
M.NO. A38639

Registered Office:
603, Western Edge I,
Above Metro Cash & Carry,
Borivali East, Mumbai 400066