

**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

POSTAL BALLOT NOTICE**TO THE MEMBERS OF THE COMPANY****Notice pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014**

Notice is hereby given that pursuant to the provisions of Section 110 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("Rules"), including any statutory amendment(s), modification(s), variation(s) or re-enactment(s) thereto, for the time being in force and in accordance with the guidelines prescribed by the Ministry of Corporate Affairs ("MCA") for holding general meetings / conducting postal ballot through e-voting, vide General Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 20/2020 dated 5th May, 2020, 22/2020 dated 15th June, 2020, 33/2020 dated 28th September, 2020, 39/2020 dated 31st December, 2020, 10/2021 dated 23rd June, 2021, 20/2021 dated 8th December, 2021, 3/2022 dated 5th May, 2022 11/2022 dated 28th December, 2022 and General Circular No. 9/2023 dated September 25, 2023 (in continuation to the circulars issued earlier in this regard), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations") vide circular no. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 5th January, 2023, Secretarial Standard - 2 ("SS-2") on General Meetings issued by the Institute of Company Secretaries of India and other applicable laws and regulations, if any, approval of the Members of the Company is sought for the proposals contained in the resolutions forming part of this Notice of Postal Ballot ("Notice"). In compliance with the aforesaid circulars issued by MCA and SEBI, Regulation 44 of the Listing Regulations and the provisions of Sections 108, 110 and other applicable provisions of the Act read with the Rules, as amended from time to time, and SS - 2 on General Meetings, Notice is hereby being sent by the Company only through electronic mode to all its Members who have registered their email addresses with the Company and / or Big Share Services Private Limited, Registrar and Transfer Agent of the Company or their respective depository participants. Hard copy of the Notice will not be sent to the Members for this postal ballot and they are required to communicate their assent or dissent through electronic means by remote e-voting system only. This postal ballot is accordingly being initiated in compliance with the circulars issued by MCA and SEBI.

Pursuant to Rule 22(5) of the Rules, the Board of Directors of the Company, at its meeting held on 17th January 2024, has appointed M/s. Ronak Jhuthawat & Co., Company Secretaries Udaipur, as the Scrutinizer for conducting the postal ballot only through the remote e-voting process in a fair and transparent manner.

Pursuant to Section 108 of the Act read with Rule 20 of the Rules and Regulation 44 of the Listing Regulations, the Company is pleased to offer remote e-voting facility to all its Members to cast their votes by electronic means through the remote e-voting process. Members are requested to read the instructions in the Notes under the section "Instructions for members for remote e-voting" at note 11 of this Notice to cast their vote by electronic means through the remote e-voting process. The Company has appointed National Securities Depositories Limited ("NSDL") to provide remote e-voting facility for its Members. The remote e-voting facility is available from 9:00 am (IST) on 23rd January, 2024 up to 5.00 pm (IST) on 21st February, 2024. Remote e-voting module will be blocked by NSDL at 5.00 pm (IST) on 21st February, 2024 and voting shall not be allowed beyond the said date and time. Members are requested to cast their vote through the remote e-voting process not later than 5:00 pm (IST) on 21st February, 2024 to be eligible for being considered, failing which it will be strictly considered that no vote has been received.

Based on the Scrutinizer's report, the results of the remote e-voting, after completion of the Scrutiny, will be declared on or before 23rd February, 2024 i.e. within two (2) working days from close of voting period. The declared results, along with the Scrutinizer's report, will be available forthwith on the website of the Company i.e. www.starhfl.com under the section 'Investor Desk' and will also be forwarded to BSE Limited, where the equity shares of the Company are listed. NSDL, who has provided the platform for facilitating remote e-voting, will also display these results on its website i.e. www.evoting.nsdl.com.

The last date of remote e-voting shall be the date on which the resolutions shall be deemed to have been passed, if approved by requisite majority.

SPECIAL BUSINESS:

ITEM NO.1.

To consider & approve the Alteration in Object Clause of the Memorandum of Association (MOA) of the Company:

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

“RESOLVED THAT pursuant to the provisions of Sections 4, 13 and other applicable provisions, if any, of the Companies Act, 2013 (the “Act”) read with applicable rules made thereunder, including any statutory modification(s) or re-enactment(s) thereto for the time being in force, and subject to the necessary approvals, consents, permissions and sanctions required, if any, by any appropriate authority(ies) and subject to such terms, conditions, amendments or modifications as may be required or advised by any such appropriate authority(ies), the consent of Members of the Company be and is hereby accorded to amend and alter the Object clause of the Memorandum of Association (“MOA”) of the Company as below:

a. Under Clause III (A): The below mentioned sub-clause be inserted after existing S. No (2)

3. “To solicit and procure insurance business as Corporate Agent and to undertake such other activities as are incidental or ancillary thereto.”

b. Under Clause III (B): The below mentioned sub-clause be inserted after existing S. No (35)

36. “To render services relating to Marketing, Advisory, Processing, Consultancy, Advertising, Promotion, Distribution, Agency, Sub-letting and collect fees/commission/brokerage including revenue generation thereon so as to directly or indirectly benefit the company.”

c. Under Clause III (B): The existing sub-clause 2 be substituted by the below mentioned sub-clause:

2. “Subject to Section 73 of the Companies Act, 2013 and the rules framed there under and the directive by the Reserve Bank of India, to borrow or raise money or to take money on loan on interest from banks, financial institutions, government agencies, co-operative societies, persons, companies, firm, in such manner as the Company may think fit and in particular by the issue of debentures or debenture stock, perpetual including debentures or debenture stock convertible into shares of this Company or perpetual annuities and in security of any such money borrowed, raised or received to mortgage, pledge, hypothecate, or charge the whole or any part of the properties (movable or immovable) assets or revenue of the Company present or future including its uncalled capital by special assignments or to transfer or convey the same absolutely or in trust and to give the lenders power of sale and other powers as may be deemed expedient and to purchase, redeem or pay off any such securities. The Company shall not carry on any banking business which may fall within the purview of Banking Regulations Act, 1949.”

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as “the Board”, which term shall deem to include any of its duly authorised Committees) and / or Chief Executive Officer and/or Chief Financial Officer and /or Company Secretary or any officer(s) so authorised by the Board, be and are hereby severally authorised to do all acts, deeds, matters and things as may, in their absolute discretion, be deemed necessary, expedient, proper or desirable to give effect to the resolution including filings of statutory forms and to settle any matter, question, difficulties or doubts that may arise in this regard and accede to such modifications and any alterations to the aforesaid resolution as may be advised by any appropriate authority(ies) without requiring the Board to secure any further consent or approval of the Members of the Company; and that the Members of the Company are hereby deemed to have given their approval thereto expressly by the authority of this resolution and acts and things done or caused to be done shall be conclusive evidence of the authority of the Company for the same.”

By order of the Board of Directors

For M/s. 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

Date: 17/01/2024

Place: Mumbai

Notes:

1. The explanatory statements pursuant to Section 102 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") pertaining to the resolution for Alteration in Object Clause of the Memorandum of Association ("MoA") of the Company is annexed to this Notice.

2. In compliance with circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India, the Company is sending this Notice of Postal Ballot ("Notice") to the Members in electronic form only. In compliance with the provisions of Section 108 and 110 of the Act read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the SEBI Listing Regulations and Secretarial Standard (SS)-2 issued by the Institute of Company Secretaries of India on General Meetings, the Company is offering e-voting facility to enable the Members to cast their votes electronically. The instructions for e-voting are provided as part of this Notice. The communication of assent or dissent of the Members shall take place through the process of remote e-voting only.

3. The Notice is being sent through e-mail only to Members whose names appear in the Register of Members of the Company or the Register of Beneficial Owners maintained by the depositories viz. National Securities Depository Limited ("NSDL") or Central Depository Services (India) Limited ("CDSL") as on 19th January, 2024 ("Cut-off Date") and whose email addresses are registered in the records of the Company or the depositories, as on the Cut-off Date. Members may note that the Notice is also available on the website of the Company i.e. www.starhfl.com, websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com respectively, and on the website of NSDL at www.evoting.nsdl.com.

A person who is not a Member as on the Cut-off Date should treat this Notice for information purpose only.

4. After dispatch of the Notice through email, advertisement shall be published in one English daily newspaper having country-wide circulation and in one Marathi newspaper, having wide circulation in the district where the registered office of the Company is situated and will also be uploaded on the website of the Company i.e. www.starhfl.com.

5. Members desirous of receiving communication from the Company in electronic form, may register their e-mail address with their respective depository participant.

To support the 'Green Initiative', Members who have not registered their e-mail addresses with the Company / Big Share Services Private Limited, Registrar and Transfer Agent ("RTA") / depository participant are requested to log in to the website of our RTA i.e. www.bigshare.com under Investor Services > Email Registration, fill in the details, upload the required documents and submit.

Further, Members are also requested to approach their depository participant to register / revise their e-mail address in their demat account details as per the process defined by the respective depository participant.

6. The voting rights of Members shall be in proportion to their share in the paid-up equity share capital of the Company as on the Cut-off Date.

7. Institutional / Corporate Members (i.e. other than Individuals, HUF, NRI, etc.) and custodians are required to log in to the e-voting system of NSDL at www.evoting.nsdl.com and register themselves as 'Custodian / Mutual Fund /Corporate Body'. They are also required to upload a scanned certified true copy of the board resolution / letter of authority /power of attorney, etc. together with attested specimen signature of the duly authorised representative(s) in .pdf format to the Scrutinizer for the Scrutinizer to verify the same.

8. All document(s) mentioned in the Notice and revised copy of the MoA will be available for electronic inspection without any fee, from the date of circulation of this Notice up to the date of conclusion of remote e-voting period i.e. 21st February, 2024. Members who wish to inspect the relevant document(s) may send an email to compliance@starhfl.com by mentioning their DP ID and Client ID in case of dematerialised shareholding / Folio no. in case of physical shareholding.

9. The last date specified in this Notice for e-voting shall be the date on which the resolution would be deemed to have been passed, if approved by the requisite majority.

10. Contact details of the person responsible to address the queries / grievances connected with the voting by electronic means, if any:

- i. Mr. Shreyas Mehta- Company Secretary & Compliance Officer, 603-Western Edge-I, Above Metro Cash & Carry, Borivali (East), Mumbai-400066, Contact No.- 8828036610, E-mail: compliance@starhfl.com
- ii. Ms. Prajakta Pawle- NSDL Officer, Email: evoting@nsdl.co.in. In case of any queries, Members may refer the Frequently Asked Questions (FAQs) for shareholders and e-voting user manual for shareholders available under the 'download' section at www.evoting.nsdl.com or call on toll free no.: 022-62638261

11. INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:

The remote e-voting period begins on 23rd January, 2024 at 9:00 am (IST) and ends on 21st February, 2024 at 5.00 pm (IST). The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date ("Cut-off Date") i.e. Friday, 19th January, 2024 are eligible to cast their vote(s) electronically. The voting rights of Members shall be in proportion to their share in the paid-up equity share capital of the Company as on the Cut-off Date.

Instructions for voting electronically using NSDL e-voting system

The procedure 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 for individual Members holding securities in demat Form

In terms of SEBI circular dated 9th December, 2020 on e-voting facility to be provided by listed companies, individual Members holding securities in demat mode are allowed to vote through their demat account maintained with depository participants. Members are advised to update their mobile number and email ID in their demat accounts in order to access e-voting facility.

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:

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.

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

Type of Members	Login Method
Individual Members Holding Securities in demat mode with NSDL	<p>i. Existing IDEAS user can visit the e-Services website of NSDL viz. https://eservices.nsd.com either on a personal computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDEAS' section, this will prompt the Member to enter his/her existing User ID and Password. After successful authentication, the Members will be able to see e-voting services under Value Added Services. Click on "Access to e-voting" under evoting services and Member will be able to see e-voting page. Click on the Company's name or e-voting service provider i.e. NSDL and Member will be re-directed to evoting website of NSDL for casting his/her vote during the remote e-voting period.</p> <p>ii. If Member is not registered for IDEAS e-Services, option to register is available at https://eservices.nsd.com. Select "Register Online for IDEAS Portal" or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</p> <p>iii. Visit the e-voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ 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. Member will have to enter his/her User ID (i.e. Member's sixteen digit demat account number hold with NSDL), Password/OTP and a verification code as shown on the screen. After successful authentication, the Members will be redirected to NSDL depository site wherein Member will be able to see e-voting page. Click on Company name or e-voting service provider i.e. NSDL and Member will be redirected to e-voting website of NSDL for casting his/her vote during the remote evoting period.</p> <p>iv. Members can also download NSDL Mobile App "NSDL Speed-e" facility by scanning the QR code mentioned below for seamless voting experience.</p>

NSDL Mobile App is available on



<p>Individual Members holding securities in demat mode with CDSL</p>	<p>i. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user ID and password. Option will be made available to reach e-voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website - www.cdslindia.com and click on login icon & New System Myeasi Tab and then use existing my easi username and password.</p> <p>ii. After successful login the Easi / Easiest user will be able to see the e-voting option for eligible companies where the evoting is in progress as per the information provided by Company. On clicking the evoting option, the user will be able to see e-Voting page of NSDL for casting his/her vote during the remote e-voting period. Additionally, links are also provided to access the system of all e-voting service providers, so that the user can visit the e-voting service providers' website directly.</p> <p>iii. If the user is not registered for Easi/Easiest, option to register is available at website of CDSL i.e. www.cdslindia.com and click on login and new system Myeasi Tab and then click on registration option.</p> <p>iv. Alternatively, the user can directly access e-voting page by providing Demat Account Number and PAN from an evoting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered mobile and email as recorded in the demat account. After successful authentication, user will be able to see the e-voting option where the evoting is in progress and will also be able to directly access the system of all evoting service providers.</p>
<p>Individual Members (holding securities in demat mode) login through their depository participants</p>	<p>Users can also login using the login credentials of his/her demat account through their respective depository participant registered with NSDL/CDSL for e-voting facility.</p> <p>Upon logging in, user will be able to see e-voting option. Click on e-voting option and user will be redirected to the site of respective depository after successful authentication, wherein e-voting feature can be accessed.</p> <p>Click on the name of the Company or that of e-voting service provider i.e. NSDL and Member will be redirected to e-voting website of NSDL for casting vote.</p>

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 loginthrough Depository i.e. NSDL and CDSL

Login type	Helpdesk details
<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<p>Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 022 - 4886 7000 and 022 - 2499 7000</p>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<p>Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 1800 22 5533</p>

b) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

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

1. 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.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. 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.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat(NSDL or CDSL) OR Physical	Your User ID is:
a) For Members who hold shares in a 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 UserID 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 101456001***

5. 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 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 .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'.
 - ii. If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.
6. 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.
 - 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 etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e- Voting system of NSDL.

7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on the “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

Step 2: Instructions to cast vote electronically on NSDL’s e-voting system:

- i. After successful login at Step 1, Members will be able to see all the companies “EVEN” where he / she is a shareholder and whose voting is in active.
- ii. Select “EVEN - 127571” of the Company.
- iii. Now Member is ready for e-voting as the voting page opens.
- iv. Member can cast vote by selecting appropriate option i.e. assent or dissent, verify / modify the number of shares for which the Member wishes to cast vote and click on “Submit” and also “Confirm” when prompted.
- v. Upon confirmation, the message “Vote cast successfully” will be displayed.
- vi. Members can also take the printout of the votes cast by them by clicking on the print option on the confirmation page.
- vii. Once vote on the resolution is confirmed, Member will not be allowed to modify that 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 upon five unsuccessful attempts to key in the correct password will be disabled. 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 1020 990 and 1800 22 44 30 or send a request to (Name of NSDL Official) at 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. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at Step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.
3. Alternatively, shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. 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 demataccount maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.
5. The Scrutinizer shall, after conclusion of remote e-voting submit her / his report to the Chairman of the Company or the person authorised by him. The result of postal ballot will be declared by the Chairman or the official authorised by him, in this regard, not later than 23rd February, 2024 i.e. within two working days of the conclusion of remote e-voting.

6. The result(s) in respect of the resolutions as set out in the Notice, so declared, along with the Scrutinizer's report will be communicated to the Stock Exchanges, not later than 23rd February, 2024 and will be uploaded on the website of the Company i.e. www.starhfl.com and of NSDL i.e. www.evoting.nsdl.com. The said results will also be displayed at the Registered Office of the Company.

OTHER INSTRUCTIONS:

1. The voting rights of Members shall be proportionate 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.
2. Members who have not registered their e-mail addresses are requested to register the same with the Company's Registrar and Share Transfer Agent / Depository Participant(s) for sending future communication(s) in electronic form.
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 at evoting@nsdl.co.in
4. The Scrutinizer's decision on the validity of the Postal Ballot voting shall be final.

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

Item no. 1

Alteration in Object Clause of the Memorandum of Association (MOA) of the Company.

Members are requested to note that in addition to the Company's core business of carrying on activities as a Housing Finance Company and in order to leverage the benefits of scale of operations and relevant customer segment, the Company proposes to undertake activity to act as a Corporate Agent in compliance with the applicable laws and also proposes to render services such as Marketing, Advisory, Processing, Consultancy, Advertising, Promotion, Distribution, Agency, Sub-letting and collect fees/commission/brokerage including revenue generation thereon so as to directly or indirectly benefit the company.

The Board of Directors of the Company at their meeting held on 17th January, 2024, subject to the approval of the Members of the Company by way of postal ballot, inter alia, approved alteration in Object clause of the Memorandum of Association (MOA) of the Company to incorporate the aforesaid line of business. The Board recommends the Special Resolution set out in Item no. 1 of the accompanying Notice, for approval by the Members.

A copy of the altered Memorandum of Association highlighting the proposed changes shall be made available for inspection to the members at the registered office of the Company during its working hours up to the date of the passing of the resolution.

Accordingly, pursuant to Section 4, 13 and other relevant provisions of the Companies Act, 2013, the approval of the members is being sought for the alteration in the object clause of the Memorandum of Association (MOA) of the Company.

None of the Directors and / or Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested, financially or otherwise, in the proposed resolution.

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

Date: 17/01/2024

Place: Mumbai