



**CRIF HIGH MARK CREDIT INFORMATION SERVICES PRIVATE LIMITED**  
**(Formerly known as High Mark Credit Information Services Private Limited)**

Registered Office: 402, Sheil Estate, 158 C.S.T. Road, Kalina, Santacruz (E), Mumbai – 400098.  
Tel: +91 22 67290800 | Fax: +91 226729 0801 | [www.highmark.in](http://www.highmark.in) | CIN:  
U74130MH2005PTC216732

**NOTICE**

NOTICE is hereby given that the NINTH Annual General Meeting of members of CRIF HIGH MARK CREDIT INFORMATION SERVICES PRIVATE LIMITED will be held on Friday, 19<sup>th</sup> September, 2014 at 1700 Hrs at Regus Trade Centre, Bandra Kurla Complex - Trade Centre, Level Ground, Trade Centre, Bandra Kurla Complex, Bandra (E), Mumbai- 400 051 to transact the following business:

**ORDINARY BUSINESS**

1. To receive, consider and adopt the audited Profit & Loss Account for the financial year ended 31st March, 2014, the Balance Sheet as at that date and the Reports of the Directors and the Auditors thereon.
2. To appoint auditors for a period of 1 year and authorize Board to fix their remuneration for F.Y. 2014-15 and in this regard 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 139 and other applicable provisions, if any, of the Companies Act, 2013 and the rules framed thereunder, M/s. Anil Ashok & Associates, Chartered Accountants (FR No. 005177N), be and are hereby appointed as the Statutory Auditors of the Company for a period of 1 year and to hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting of the Company at such remuneration plus out-of-pocket expenses at actuals, as may be mutually agreed between the Board of Directors of the Company and the Auditors.”

**SPECIAL BUSINESS**

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



“**RESOLVED THAT** Mr. Supriyo Chaudhuri who was appointed as an Additional Director of the Company by the Board of Directors pursuant to the provisions of Section 161 of the Companies Act, 2013, be and is hereby appointed as a Director of the Company.”

By order of the Board of Directors



**Shilpa Joshi**  
Company Secretary

**Mumbai, 7<sup>th</sup> August, 2014**

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**NOTES:**

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AT THE MEETING AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY UNDER THE COMPANIES ACT, 2013.
2. The instrument appointing the proxy must be deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.
3. Corporate members intending to send their authorized representatives to attend the meeting are requested to send to the company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the meeting.
4. An explanatory statement under section 102 of the Companies Act, 2013 is annexed thereto and forms part of this Notice.
5. All documents referred to in the Notice and Explanatory Statement are open for inspection at the Registered Office of the Company during business hours on all working days except public holidays between 10.00 a.m. and 5.30 p.m. up to the date of the Annual General Meeting (AGM).

**EXPLANATORY STATEMENT UNDER SECTION 102 OF THE  
COMPANIES ACT, 2013**

**ITEM NO. 2:**

In terms of clause 4.2.2 of the Shareholders Agreement dated April 17, 2014 and Article 119 of the Articles of Association of the Company, Institutional Shareholders Group is collectively entitled to nominate 1 director on the Board of Directors of the Company. Accordingly, Mr. Supriyo Chaudhuri has been nominated by the Institutional Shareholders Group as their nominee director on the Board. He was appointed as an Additional Director of the Company with effect from 7<sup>th</sup> August 2014.

Mr. Supriyo Chaudhuri holds Degree of Masters in Economics from Calcutta University, Post Graduate Diploma in Business Management from Indian Institute of Management, Kolkata and he also underwent Executive Development Programme at the University of Virginia, USA. Mr. Chaudhuri joined the State Bank of India as a Probationary Officer in 1977 and since then he has worked extensively on varied projects in retail and commercial banking. He is currently holding the position of Chief General Manager of Credit Policy and Procedures Department of the Bank.

Further in terms of provisions of section 160 of the Companies Act, 2013 the Company has received a notice from member of the company with the intention of proposing the name of Mr. Supriyo Chaudhuri as a director along with a deposit of Rs. 1 Lakh. In the light of above, the Board recommends the resolution as set out at Item No. 4 of the notice for approval by members.

None of the Directors except Mr. Supriyo Chaudhuri, the Key Managerial personnel of the Company and relatives of the Directors and Key Managerial personnel are, financially or otherwise, concerned or interested in the proposed resolution.

By order of the Board of Directors

  
**Shilpa Joshi**  
Company Secretary



**Mumbai, 7<sup>th</sup> August, 2014**

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