

NOTICE

NOTICE is hereby given that the **THIRTEENTH** Annual General Meeting of members of CRIF HIGH MARK CREDIT INFORMATION SERVICES PRIVATE LIMITED will be held on **Thursday, 27th September, 2018 at 4.00 p.m.** at FOF B-04,05,06, 4th Floor, Art Guild House, Phoenix Market City, L.B.S Marg, Kurla (West), Mumbai – 400070 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, 2018, the Balance Sheet as at that date and the Reports of the Directors and the Auditors thereon.
2. To appoint auditors and in this regard to consider and if thought fit pass with or without modification, 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. BSR & Co. LLP (KPMG), Chartered Accountants (FR No. 101248W/W-100022), be and are hereby appointed as the Statutory Auditors of the Company to hold office from the conclusion of this Meeting until the conclusion of the Eighteenth Annual General Meeting of the Company at a remuneration to be decided by at such remuneration plus out-of-pocket expenses at actuals, as may be mutually agreed between the Board of Directors and the Statutory Auditors”.

SPECIAL BUSINESS

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

“RESOLVED THAT Mr. Supriyo Kumar Chaudhuri (DIN: 06915387), who was appointed as Additional Director of the Company w.e.f. 12th April, 2018 by the Board of Directors pursuant to Section 161 of the Companies Act 2013 and who holds office up to the ensuing Annual General Meeting of the Company be and is hereby appointed as a Director of the Company.”

By order of the Board of Directors


Kalpana Pandey
CEO & Managing Director
DIN: 06715713

Mumbai, 26th September, 2018

Registered Office:

FOF B-04, 05, 06, 4th Floor, Art Guild House,
Phoenix Market City, L.B.S Marg, Kurla (West),
Mumbai – 400070

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. Pursuant to provisions of Section 105 of the Companies Act, 2013, read with the applicable rules thereon, a person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights, may appoint a single person as proxy, who shall not act as a proxy for any other member.
5. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Companies (Management and Administration Rules), 2014, companies can serve Annual Reports and other communications through electronic mode to those members who have registered their e-mail address either with the Company or with the Depository.
6. Members are requested to bring their copies of Annual Report to the Meeting. In order to enable us to register your attendance at the venue of the Annual General Meeting, members are requested to please bring their folio number/ demat account number/DP ID-Client ID to enable us to provide a duly filled attendance slip for your signature and participation at the meeting.
7. All documents referred to in the Notice 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. 3:

In terms of clause 4.2.2 of the Shareholders Agreement dated 17th April, 2014 and Article 119 of the Articles of Association of the Company, CRIF S.p.A. is entitled to nominate 5 directors on the Board of Directors of the Company. Accordingly, Mr. Supriyo Kumar Chaudhuri (DIN: 06915387) has been nominated by CRIF S.p.A. as their nominee director on the Board. He was appointed as an Additional Director of the Company with effect from 12th April, 2018.

Mr. Supriyo Kumar Chaudhuri was associated with State Bank of India (SBI) for more than 30+ years and has piloted various policy changes since then keeping in view the requirements of the Bank in the fast changing economic environment in India.

He began his banking career as a Probationary Officer in SBI in 1977. He was the Chief Manager of SBI's La Martiniere Branch, Calcutta, in 1995, the Bank's first branch to be fully computerized in Eastern India. Owing to his vast experience he was appointed as Chief General Manager of Credit Policy and Procedures Department of the SBI in 2012.

He holds a Bachelor's degree with Honours in Economics, Masters Degree in Economics and Post Graduate Diploma in Business Management. He has also completed an Executive Development Programme at the University of Virginia, USA.

Mr. Supriyo Kumar Chaudhuri has acted as representative of institutional shareholders on the Company's Board from 7th August, 2014 till 12th April, 2018. In view of his long association with the Company and his vast experience in the BFSI sector, he was nominated by CRIF S.p.A. on the Company's Board w.e.f. 12th April, 2018.



Route Map to CRIF High Mark

14 min (3.5 km)
via LBS Marg
Fastest route, lighter traffic than usual

Bandra Kurla Complex
Bandra East Mumbai, Maharashtra

- ↑ Head north-east
140 m
- ↶ Turn left towards Bandra Kurla Complex Rd
350 m
- ↷ Turn right onto Bandra Kurla Complex Rd
350 m
- ↶ Turn left onto LBS Marg
Pass by Fauziya Hospital (on the left in 1.1 km)
2.6 km