

HFFCIL/BSE/NSE/EQ/71/2025-26

Date: 05-08-2025

<p>To, BSE Limited, Department of Corporate Services, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001. Scrip Code- 543259</p>	<p>To, The National Stock Exchange of India Limited, The Listing Department, Bandra Kurla Complex, Mumbai- 400 051. Scrip Symbol- HOMEFIRST</p>
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Subject: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) - Notice of Postal Ballot

In furtherance to our intimation dated June 26, 2025 vide letter **HFFCIL/BSE/NSE/EQ/46/2025-26** informing about the approval of Board of Directors for the appointment of Mr. Sriram Hariharan (DIN: 10156705), as an Additional Non-Executive Independent Director of the Company, not liable to retire by rotation, for a first term of five consecutive years effective from June 26, 2025, subject to the approval of Shareholders.

Further, pursuant to Regulation 30 of the SEBI Listing Regulations, please find enclosed herewith the Notice of Postal Ballot (“**Notice**”) dated August 5, 2025 along with the explanatory statement seeking approval of the Members, by way of Special Resolution, for the aforesaid appointment.

Pursuant to the provisions of Section 110 and other applicable provisions, if any, of the Companies Act, 2013 and in accordance with the applicable circulars issued by the Ministry of Corporate Affairs in this regard, Notice is being sent only through electronic mode to the Members whose names appear in the Register of Members / List of Beneficial Owners as on Friday, August 01, 2025 (“**Cut-Off date**”) and whose e-mail addresses are registered with the Company/Registrar and Transfer Agent/ Depository Participants / Depositories.

The Company has engaged the service of National Securities Depository Limited (“**NSDL**”) for providing remote e-voting facility to all its Members. The Members who have not yet registered their e-mail addresses are requested to register their e-mail addresses by following the procedure as set out in the notes to the Postal Ballot Notice.

The remote e-voting facility will be available for the Members as on the Cut-Off Date is as follows:

Commencement of e-voting period	End of e-voting period
Wednesday, August 06, 2025 at 09:00 Hours IST	Thursday, September 04, 2025 at 17:00 Hours IST

The e-voting module shall be disabled by NSDL thereafter. Voting rights of the Members shall be reckoned on the basis of paid-up value of Equity Shares registered in the name of the Members as on the Cut-Off date

Further, Notice has been dispatched to the Members of the Company on Tuesday, August 5, 2025 and is also be available on the Company's website at www.homefirstindia.com, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of NSDL at www.evoting.nsdl.com.

Request you to please take the same on your record

For **Home First Finance Company India Limited**

Shreyans Bachhawat
Company Secretary and Compliance Officer
ACS NO: 26700



HOME FIRST FINANCE COMPANY INDIA LIMITED

CIN: L65990MH2010PLC240703

Registered Office: 511 Acme Plaza, Andheri Kurla Road, Andheri (East), Mumbai- 400 059.

E-mail: corporate@homefirstindia.com **Website:** www.homefirstindia.com **Tel.:** +91 22 6694 0386

NOTICE OF POSTAL BALLOT

(Notice pursuant to Sections 108 and 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014))

Dear Member(s),

Notice is hereby given pursuant to and in compliance with the provisions of Section 108 and Section 110 and other applicable provisions, if any, of the Companies Act, 2013 (the “**Act**”), Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (“**Rules**”), read with the General Circular No. 14/2020 dated April 8, 2020, the General Circular No. 17/2020 dated April 13, 2020, the General Circular No. 22/2020 dated June 15, 2020, the General Circular No. 33/2020 dated September 28, 2020, the General Circular No. 39/2020 dated December 31, 2020, the General Circular No. 10/2021 dated June 23, 2021, the General Circular No. 20/2021 dated December 8, 2021, the General Circular No. 3/2022 dated May 5, 2022, the General Circular No. 11/2022 dated December 28, 2022, the General Circular No. 09/2023 dated September 25, 2023 and the latest being General Circular No 09/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs, Government of India (“**MCA Circulars**”), Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”) and Secretarial Standard 2 on General Meetings issued by The Institute of Company Secretaries of India (including any statutory modification(s) or re-enactment(s) thereof for the time being in force, and as amended from time to time), and other applicable provisions of the Act, Rules, Listing Regulations, circulars and notifications issued thereunder, that the Special Resolution appended below seeks approval of the Members (as on the cut-off date) for appointment of Mr. Sriram Hariharan (DIN: 10156705) as a Non-Executive Independent Director of the Company for a first term of five consecutive years effective from June 26, 2025, through postal ballot (“the Postal Ballot”) only by way of remote e-voting (“**e-voting**”) process being provided by the Company to all its Members to cast their votes electronically.

The explanatory statement pursuant to Section 102 and other applicable provisions, if any, of the Act pertaining to the aforesaid Special Resolution setting out the material facts relating to the resolution mentioned in this Notice of postal ballot is annexed hereto for your consideration. Pursuant to the aforesaid Rules, the Board of Directors of the Company at their meeting held on July 25, 2025, had appointed Mr. Aashish K. Bhatt, Proprietor of M/s. Aashish K. Bhatt & Associates, Practicing Company Secretaries (Membership No: A19639 and COP No.: 7023), as the Scrutinizer for conducting the Postal Ballot only through the e-voting process in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for the said purpose. The Scrutinizer's decision on the validity of the votes cast in the postal ballot shall be final and binding.

In accordance with the provisions of the aforementioned MCA Circulars, Members can vote only through the remote e-voting process. Accordingly, the Company is pleased to offer a remote e-voting facility in compliance with Regulation 44 of the Listing Regulations and Section 108 and other applicable provisions of the Act read with all the applicable Rules to all its Members to cast their votes electronically instead of postal ballot Form. The Company has engaged the services

of National Securities Depository Limited (“**NSDL**”) as the agency to provide e-voting facility. Members are requested to read the instructions in the Notes under the section “Instructions relating to Remote E-voting” in this notice of postal ballot (“**Notice of Postal Ballot**”/ “**Notice**”) to cast their vote electronically. Members are requested to cast their vote through the e-voting process commencing from 09:00 Hours IST on Wednesday, August 06, 2025 and not later than 17:00 Hours IST on Thursday, September 04, 2025 for their votes being considered, failing which it will be strictly considered that no vote has been received from the Member.

In accordance with the provisions of the MCA Circulars, the Company is sending Notice of Postal Ballot only by email to its Members who have registered their email address with the Company/Registrar and share transfer agent or Depository(ies)/Depository participants and the communication of assent /dissent of the Members on the resolution proposed in the Notice will only take place through the remote e-voting system. Therefore, those Members who have not yet registered their e-mail addresses, are requested to register the same by following the procedure set out in the notes to this Notice of Postal Ballot.

The Scrutinizer will submit his report to the Chairman or any other official of the Company as authorized by the Chairman of the Company, after completion of scrutiny of votes cast through remote e-voting. The results shall be declared on or before Monday, September 08, 2025 which is within two working days of the conclusion of the Postal Ballot and shall be communicated to BSE Limited (“**BSE**”), National Stock Exchange of India Limited (“**NSE**”) (together the “**Stock Exchanges**”) at www.bseindia.com and www.nseindia.com respectively, National Securities Depository Limited (“**NSDL**”) at www.evoting.nsdl.com and will also be displayed on the Company's website www.homefirstindia.com and on the notice Board of the Company. The resolution will be deemed to be passed on Thursday, September 04, 2025 subject to receipt of the requisite number of votes in favor of the resolution.

RESOLUTION SET OUT THROUGH POSTAL BALLOT

Special Business:

RESOLUTION NO. 1 – Appointment of Mr. Sriram Hariharan (DIN: 10156705) as a Non-Executive Independent Director of the Company.

To consider and, if thought fit, to pass the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 2(47), 149, 150, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act 2013 (“**Act**”), the Companies (Appointment and Qualifications of Directors) Rules, 2014 and any other applicable rules made thereunder, Regulation 16(1)(b), 17 and other applicable regulations, if any, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”) (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), enabling provisions of the Articles of Association of the Company and on the basis of the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors of the Company, Mr. Sriram Hariharan (DIN: 10156705), who was appointed as an Additional Non-Executive Independent Director of the Company by the Board of Directors with effect from June 26, 2025 in terms of Section 161 (1) of the Companies Act, 2013 and in respect of whom the Company has received notice in writing under Section 160 of the Act proposing his candidature for the office of a director and who has submitted a declaration that he meets the criteria for independence as provided under Section 149(6) of the Act, be and is hereby appointed as a Non-Executive Independent Director of the Company not liable to retire by rotation, for a first term of 5 (five) consecutive years effective from June 26, 2025.

RESOLVED FURTHER THAT the Board of Directors or the Chief Financial Officer or the Company Secretary be and are hereby severally authorized to sign all documents, deeds, papers in this regard and to file requisite e-forms with the Registrar of Companies and to do all acts and to take all such steps as may be considered necessary, proper and/or expedient to give effect to this resolution.”

By Order of the Board

For Home First Finance Company India Limited

Sd/-

Shreyans Bachhawat

Company Secretary and Compliance Officer

ACS No: 26700

Registered Office:

511, Acme Plaza, Andheri Kurla Road,
Andheri (East), Mumbai-400059.

CIN: L65990MH2010PLC240703

Tel: 022 6694 0386

E-mail: corporate@homefirstindia.com

Date: August 05, 2025

Place: Mumbai

Notes:

1. The explanatory statement pursuant to Section 102 read with Section 108, 110 of the Act read together with Rule 20 and 22 of the Rules and other applicable laws setting out material facts and other relevant information is annexed hereto and forms part of the Notice. Further, the relevant details pursuant to Regulation 36(3) of the Listing Regulations and Secretarial Standard on General Meetings (“SS-2”) issued by the Institute of Company Secretaries of India, are also annexed.
2. The Notice of Postal Ballot is being sent to the Members of the Company whose names appear on the Register of Members/Register of Beneficial Owners as received from the National Securities Depository Limited (“NSDL”) and Central Depository Services (India) Limited (“CDSL”) and whose email address is registered with the Company / Registrar and Transfer Agent/ Depository Participants / Depositories as on Friday, August 01, 2025 (“Cut-off date”). A person who is not a member as on the cut-off date should treat this Notice of Postal Ballot for information purposes only.
3. In compliance with the MCA and SEBI Circulars, the Notice of Postal Ballot is being sent only by electronic mode to those Members whose e-mail addresses are registered with the Company / Registrar and Transfer Agent/ Depository Participants / Depositories. Members may please note that the Notice of Postal Ballot will also be available on the Company’s website at www.homefirstindia.com websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of National Securities Depository Limited at www.evoting.nsdl.com.
4. In accordance with the provisions of the MCA Circulars, Members can vote only through the remote e- voting process. Physical copies of the Notice of Postal Ballot and pre-paid business reply envelopes are not being sent to Members for this Postal Ballot. Members whose names appear on the Register of Members/Register of Beneficial Owners as on Friday, August 01, 2025 will be considered for the purpose of e- voting. The communication of the assent or dissent of the Members would only take place through the e-voting system only.
5. Resolution passed through Postal Ballot shall be deemed to have been passed as if it was passed at a General Meeting of the Members. The resolution, if passed by the requisite majority, shall be deemed to have been passed on Thursday, September 04, 2025 i.e. the last date specified for receipt of votes through the e-voting process.
6. The voting rights for Equity Shares are one vote per Equity Share, registered in the name of the Members. Voting rights shall be reckoned on the paid-up value of Equity Shares registered in the name of the Members as on Friday, August 01, 2025.
7. In compliance with Sections 108, 110 and other applicable provisions, if any, of the Act and the rules made there under, the MCA Circulars and Regulation 44 of the Listing Regulations read with read with Section VI-C of the SEBI Master Circular bearing reference no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, as amended (“**SEBI Master Circular**”) and SS-2, the Company has provided the facility to the Members to exercise their votes electronically and vote on the resolution through the remote e-voting service facility arranged by National Securities Depository Limited (“NSDL”). The instructions for remote e-voting are provided as part of this Notice of Postal Ballot.
8. Members desiring to exercise their vote through the remote e-voting process are requested to read the instructions in the Notes in this Notice of Postal Ballot. Members are requested to cast their vote through the remote e-voting process commencing from 09:00 Hours IST on Wednesday, August 06, 2025 and not later than 17:00 Hours IST on

Thursday, September 04, 2025 to be eligible for being considered, failing which it will be strictly considered that no vote has been received from the member. The e-voting module shall be disabled by NSDL thereafter.

9. The Scrutinizer will submit his report to the Chairman or any other official of the Company as authorized by the Chairman after the completion of scrutiny, and the results of the voting by Postal Ballot through the remote e-voting process will be announced by the Chairman or any other official of the Company duly authorized, on or before Monday, September 08, 2025 and will also be displayed along with the report of the Scrutinizer on the website of the Company www.homefirstindia.com and also on the website of NSDL at www.evoting.nsdl.com, besides being communicated to the Stock Exchanges at www.bseindia.com and www.nseindia.com respectively. The results of Notice of Postal Ballot will also be displayed at the registered office of the Company.
10. A Member cannot exercise his/her vote through proxy on Postal Ballot.
11. All the material documents referred to in the explanatory statement will be available for inspection electronically from the date of dispatch of this notice until the last date for receipt of votes through the remote e-voting process. Members seeking to inspect such documents can send an email to corporate@homefirstindia.com.
12. Instructions for voting through electronic means (e-voting): The Company has engaged the services of NSDL as the Authorized Agency to provide e-voting facility. The e-voting facility will be available during the following voting period:

Commencement of e-voting period	End of e-voting period
Wednesday, August 06, 2025 at 09:00 Hours IST	Thursday, September 04, 2025 at 17:00 Hours IST

INSTRUCTIONS RELATING TO REMOTE E-VOTING:





Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting 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 shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none">1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.2. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.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 you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period.3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to

	<p>enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p> <p>5. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p>NSDL Mobile App is available on</p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p>App Store</p>  </div> <div style="text-align: center;">  <p>Google Play</p>  </div> </div>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> 1. 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 user your existing my easi username & password. 2. 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 the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers’ website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.

Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.
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Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

B) Login Method for shareholders other than Individual shareholders holding securities in demat mode

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

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
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 CDSL)	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 if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****

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 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 Members 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) If you are still unable to get the password by aforesaid option, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
- c) 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 “Login” button.
9. After you click on the “Login” button, 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?

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle.
2. Select “EVEN - 134919” of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for Members

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 aashish@aashishbhatt.in with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
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 : 022 - 4886 7000 or send a request to Ms. Pallavi Matre, Sr. Manager at National Securities Depository Limited, 301, 3rd Floor, Naman Chambers, G Block, Plot No- C-32, Bandra Kurla Complex, Bandra East, Mumbai- 400051 or through email 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:

For shares 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 corporate@homefirstindia.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 for Individual shareholders holding securities in demat mode.**

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.

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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013
READ WITH RULES 20 AND 22 OF THE COMPANIES (MANAGEMENT AND
ADMINISTRATION) RULES, 2014**

The following explanatory statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice of Postal Ballot dated August 05, 2025

Resolution No. 1 - Appointment of Mr. Sriram Hariharan (DIN: 10156705) as a Non-Executive Independent Director of the Company

The Nomination and Remuneration Committee had recommended and the Board had approved the appointment of Mr. Sriram Hariharan (DIN: 10156705) as an Additional Director Non-Executive Independent Director of the Company. The appointment was proposed considering the knowledge and experience of Mr. Hariharan in the financial services sector which shall add value to the overall skill - domain mix of the Board.

In pursuance of provisions of Section 149 of the Companies Act, 2013 read with Schedule IV of the Act, the appointment of an Independent Director requires the approval of the Members of the Company. Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors, by way of resolution passed through circulation on June 26, 2025, had proposed the appointment of Mr. Hariharan (DIN: 10156705) as Non-Executive Independent Director, not liable to retire by rotation, for a first term of five (5) consecutive years commencing from June 26, 2025, subject to the approval of the Members through a Special resolution.

Mr. Hariharan (DIN: 10156705) has confirmed that he is not disqualified from being appointed as Director under Section 164 of the Act and that he satisfies the criteria of 'fit and proper' as prescribed by the Reserve Bank of India vide Master Direction- Non-Banking Financial Company- Housing Finance Company (Reserve Bank) Direction, 2021, as amended from time to time and has given his declaration in this regard. He has also given his affirmation with respect to Fit and Proper Criteria as prescribed under Reg 7(2)(g) and code of conduct under Reg 26 of IRDAI (Registration of Corporate Agents) Regulations, 2015. Mr. Hariharan has also confirmed that he is not debarred from holding the office of Director by virtue of any SEBI Order or any other such authority pursuant to circulars dated June 20, 2018 issued by BSE Limited and the National Stock Exchange of India Limited pertaining to enforcement of SEBI Orders regarding appointment of Directors by listed companies, and have given his consent in writing to act as Director of the Company in form DIR-2 as required under the Act and the rules made thereunder.

The Company has also received necessary declarations from Mr. Hariharan (DIN: 10156705) confirming that he meets the criteria of independence as prescribed under sub-section (6) of Section 149 of the Act and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). The Company has received Notice in writing from a Member under Section 160 of the Act, proposing his candidature for the office of Independent Director of the Company. Further, he has also registered himself with the Indian Institute of Corporate Affairs as per Rule 6 of Companies (Appointment and Qualifications of Directors) Rules, 2014.

In the opinion of the Board, he is a person of integrity and possesses relevant expertise and experience and fulfils the conditions for independence as specified in the Act and the Rules framed thereunder and the

Listing Regulations for appointment as Independent Director and he is independent of the Management.

The Board noted that Mr. Hariharan's background and experience are aligned to the role and capabilities identified by the NRC and that he is eligible for appointment as an Independent Director. The Board was satisfied that the appointment is justified due to the following reasons:

- He has vast International experience in Banking Sector.
- He brings a strong blend of industry knowledge and financial expertise, with deep proficiency in Strategy and Decision making, ALM and Risk Management, Corporate Governance, Information Technology and Cyber Security
- He has previously served as the President and CEO of ICICI Bank Canada.

A copy of the draft letter for appointment of Mr. Hariharan as an Independent Non-Executive Director setting out the terms and conditions would be available for electronic inspection without any fee by the members on any working days.

In terms of Regulation 25(8) of the Listing Regulations, Mr. Hariharan has confirmed that he is not aware of any circumstance or situation, which exists or may be reasonably anticipated, that could impair or impact their ability to discharge their duties with an objective independent judgement and without any external influence.

Pursuant to the Ordinary Resolution passed by the members in their meeting held on November 19, 2020, the Board of Directors of the Company are authorized to make the payment of remuneration by way of commission to any one or more Non-Executive Directors (including Independent Directors) of the Company, both present and future provided that the total remuneration payable by way of commission to them during any financial year shall not exceed one percent of the net profits of the Company for that financial year computed in the manner prescribed under Section 198 of the Companies, Act, 2013, in addition to the sitting fees paid under Section 197 (5) of the Companies Act, 2013 and other reimbursement of expenses for attending meetings of the Board or Committees thereof, in such manner, as the Board may, from time to time, determine.

Accordingly, Mr. Hariharan (DIN: 10156705) is eligible for remuneration by way of commission which will be based on their performance and evaluation conducted by the Board which is subsequently linked to the performance and profit of the Company subject to the limit as stipulated by the Shareholders.

Brief Profile of Mr. Sriram Hariharan

Mr. Hariharan holds a Bachelor of Engineering degree (Mechanical) from the National Institute of Technology and a Post Graduate Diploma in Finance and Marketing from the Indian Institute of Management, Bangalore. He is also a certified corporate director, having completed the Directors Education Program from the Institute of Corporate Directors in Toronto, Canada.

Mr. Hariharan joined ICICI Bank in India in 1996 and has held several key management positions since then. Mr. Hariharan has led the International Banking Group of ICICI Bank Limited, the Parent Bank, where he was responsible for all international operations. He has also spearheaded the Bank's Global Remittances and NRI business. He was the Board Chair of both ICICI Bank UK PLC and ICICI Bank Canada, wholly-owned subsidiaries of ICICI Bank Limited.

He was a core member of the executive team that established ICICI Bank in Canada in 2003 and served as its President and Chief Executive Officer from April 2008 to July 2019. During his time with ICICI Bank Canada, Mr. Hariharan actively supported various business and not-for-profit organizations, serving on boards such as Toronto Global and the Conference Board of Canada. In 2008, he was recognized in Canada's Top 40 Under 40TM for his significant success. In 2012, he was also awarded the Queen Elizabeth II Diamond Jubilee Medal, and the Indo-Canada Chamber of Commerce named him Corporate Executive of the Year.

Information as required under 36(3) of the Listing Regulations and Clause 1.2.5 of the Secretarial Standard on General Meetings (SS- 2) is annexed to this Notice of Postal Ballot as **Annexure A**.

After taking into consideration the recommendation of Nomination & Remuneration Committee and based on the knowledge and experience of Mr. Hariharan (DIN: 10156705), the Board of the Directors recommends the resolution set out at Item No. 1 of the accompanying Notice of Postal Ballot for your approval as a special resolution.

Mr. Hariharan, being appointee is interested and his relatives may be deemed to be interested in the said resolution upto the extent of their shareholding.

Except as stated above, none of the other Directors / Key Managerial Personnel of the Company and their relatives is/are in any way, concerned or interested (financially or otherwise) in the resolution set out at Item No. 1 of the Notice.

By Order of the Board
For Home First Finance Company India Limited
Sd/-
Shreyans Bachhawat
Company Secretary and Compliance Officer
ACS No: 26700

Registered Office:
511, Acme Plaza, Andheri Kurla Road,
Andheri (East), Mumbai 400059
CIN: L65990MH2010PLC240703
Tel: 022 6694 0386
E-mail: corporate@homefirstindia.com

Date: August 05, 2025
Place: Mumbai

ANNEXURE A

Information as required under 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Clause 1.2.5 of the Secretarial Standard on General Meetings (SS- 2) for Item No. 1 is given hereunder:

Sr. no.	Particulars	Details
1.	Name of Director	Mr. Sriram Hariharan
2.	Date of Birth	January 26, 1970
3.	DIN	10156705
4.	Age	55 years
5.	Brief resume, experience, and qualifications	<p>Mr. Hariharan holds a Bachelor of Engineering degree (Mechanical) from the National Institute of Technology and a Post Graduate Diploma in Finance and Marketing from the Indian Institute of Management, Bangalore. He is also a certified corporate director, having completed the Directors Education Program from the Institute of Corporate Directors in Toronto, Canada.</p> <p>He has worked with ICICI Bank since 1996 and has held key roles, including leading its International Banking Group, and spearheaded the Bank's Global Remittances and NRI business. He was a core member of the executive team that established ICICI Bank in Canada in 2003 and has served as its President and Chief Executive Officer from 2008 to 2019.</p> <p>He was also Board Chair of ICICI Bank UK PLC and ICICI Bank Canada. He has also been on the Boards of Toronto Global and the Conference Board of Canada and currently is a Director on the Board of the UOFT India Foundation.</p>
6.	Nature of expertise in specific functional areas	Industry Experience, Financial Expertise, Strategy and Decision making, ALM and Risk Management, Corporate Governance, Information Technology and Cyber Security.
7.	Terms and conditions of appointment/ re-appointment	<p>Mr. Sriram Hariharan is proposed to appointed as Non-Executive Independent Director, not liable to retire by rotation, for a first term of 5 (five) consecutive years commencing from June 26, 2025.</p> <p>The terms and conditions of appointment shall be as per Appointment Letter and in accordance with the provisions of Companies Act, 2013.</p>

		Draft of the appointment letter is displayed on the website of the Company on the below link: Draft Appointment Letter
8.	Remuneration proposed to be paid	In addition to the sitting fees for attending Board and Committee Meetings, he shall be entitled to remuneration by way of commission that is determined by the Board based on the performance of the Company and his performance evaluation report as approved by the shareholders at their meeting held on November 19, 2020.
9.	Date of first appointment on Board	June 26, 2025
10.	Last drawn remuneration	NA
11.	Number of Board meetings attended in FY 24-25 Number of Board meetings attended from 1.4.2025 till the date of this notice	NA 1 attended out of 1 Board meeting held since his appointment
12.	Relationship with other directors and Key Managerial Personnel of the Company inter-se	None
13.	Directorship held in other Companies Boards.	Directorship in other Companies: UOFT India Foundation
14.	Membership/ Chairmanship of Committees held in other Companies Boards	Nil
15.	The Membership/ Chairmanship of Committees of the board of Directors of the Company	Membership/Chairmanship held in the Companies Home First Finance Company India Limited: 1. Risk Management Committee - Chairman 2. Audit Committee - Member 3. Nomination and Remuneration Committee - Member 4. IT Strategy Committee - Member 5. COD and Review Committee – Member
16.	Listed entities from which the person has resigned in the past three years.	Nil

17.	No. of Equity shares held in the Company (Including Shareholding as a beneficial owner) (as on date of Notice).	Nil
18.	In case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements.	<p>He brings a strong blend of industry knowledge and financial expertise, with deep proficiency in Strategy and Decision making, ALM and Risk Management, Corporate Governance, Information Technology and Cyber Security</p> <p>Please refer to Item no. 1 of this Notice of Postal Ballot, read with the explanatory statement thereto.</p>