

Ref: Samfin/BSE/68/2023-24

Date: November 27, 2023

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

Dear Sir/Madam,

Sub: Intimation under Regulation 51(2) read with Schedule III Part B of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR") - Appointment of Nominee Director of the Company

Ref: Scrip Code: 958328

With reference to the above subject, we hereby inform that the Board of Directors of the Company through Circular Resolution circulated on November 25, 2023, and approved on November 27, 2023, have recommended for Members approval the appointment Mr. Stephen Dongwon Lee (DIN: 08640160) as a Nominee Director of the Company. Further the Board took on record the resignation of Ms. Rekha Unnithan (DIN: 08354141) as a Nominee Director of the Company with effect from November 29, 2023.

In this regard, an Extraordinary General Meeting ("EGM") (02/2023-24) of the Members of the Company is scheduled on Thursday, November 30, 2023, at 11:00 A.M. IST through Video Conferencing or other Audio-Visual means in accordance with the relevant provisions of the Companies Act, 2013 and the circulars issued by the Ministry of Corporate Affairs, to consider and approve the appointment of Mr. Stephen Dongwon Lee as a Nominee Director of the Company.

A copy of the Notice of EGM is enclosed for your kind information.

We request you to take the same on record.

Thanking you,

Yours faithfully,

For Samunnati Financial Intermediation & Services Private Limited

S Arun Kumar
Company Secretary & Compliance Officer

Enclosure: As above

Copy to: Debenture Trustee - Catalyst Trusteeship Limited



SHORTER NOTICE OF THE EXTRAORDINARY GENERAL MEETING (02/2023-24) OF THE MEMBERS OF SAMUNNATI FINANCIAL INTERMEDIATION & SERVICES PRIVATE LIMITED

SHORTER NOTICE is hereby given that an Extraordinary General Meeting ("EGM") (02/2023-24) of the Members of Samunnati Financial Intermediation & Services Private Limited ("Company") will be held on Thursday, November 30, 2023, at 11:00 A.M. IST through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") in compliance with the applicable provisions of the Companies Act, 2013 and the relevant Rules made thereunder read with General Circular No. 14/2020 dated April 08, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021, General Circular No. 20/2021 dated December 08, 2021, General Circular No. 03/2022 dated May 05, 2022, General Circular No. 11/2022 dated December 28, 2022, General Circular No. 09/2023 dated September 25, 2023 and other applicable circulars issued by the Ministry of Corporate Affairs ("MCA") (hereinafter collectively referred to as "Circulars"), to transact the business set out below.

Members participating through the VC / OAVM facility shall be reckoned for the purpose of quorum under Section 103 of the Companies Act, 2013 and the Articles of Association of the Company. The proceedings of the EGM will be recorded at the Registered Office of the Company situated at Baid Hi Tech Park, 8th Floor, No 129B, East Coast Road, Thiruvanniyur, Chennai - 600 041.

In compliance with the Circulars issued by the MCA, the Notice of the EGM, Annexures and other documents required to be attached thereon are being circulated to the Members of the Company through electronic mode.

SPECIAL BUSINESS:

ITEM NO. 1:

TO CONSIDER AND APPROVE APPOINTMENT OF MR. STEPHEN DONGWON LEE AS A NOMINEE DIRECTOR OF THE COMPANY

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

"RESOLVED THAT pursuant to the provisions of Sections 152, 161 and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modifications or re-enactment(s) thereof, for the time being in force), relevant provisions of the Articles of Association and pursuant to the applicable provisions of the Shareholders' Agreement entered into by and between the Company and its Investors (as amended from time to time) and based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors, Mr. Stephen Dongwon Lee (DIN: 08640160) be and is hereby appointed as a Nominee Director of Teachers Insurance and Annuity

**Samunnati Financial Intermediation
& Services Pvt. Ltd.**

Regd. Office & Corporate Office:
Baid Hi-Tech Park, 8th floor, No. 129-B,
ECR Road, Thiruvanniyur, Chennai - 600041.

P +91-044-66762400
E info@samunnati.com
W www.samunnati.com



CIN - U65990TN2014PTC096252



Samunnati

Association of America on the Board of the Company with effect from November 30, 2023, not liable to retire by rotation, in place of Ms. Rekha Unnithan (DIN: 08354141), who has tendered her resignation.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to settle any question or clarifications that may arise in giving effect to this resolution and to do all such acts, deeds and things as may be necessary, expedient, and desirable for the purpose of giving effect to this resolution.

By Order of the Board of Directors



S. Arun Kumar

S Arun Kumar
Company Secretary

Place: Chennai

Date: November 27, 2023

**Samunnati Financial Intermediation
& Services Pvt. Ltd.**

Regd. Office & Corporate Office:
Baid Hi-Tech Park, 8th floor, No. 129-B,
ECR Road, Thiruvanniyur, Chennai – 600041.

P +91-044-66762400
E info@samunnati.com
W www.samunnati.com

CIN - U65990TN2014PTC096252



NOTES:

- 1) A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING, IS ALSO ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS/HER BEHALF AND SUCH A PROXY NEED NOT BE A MEMBER OF THE COMPANY SUBJECT TO PROVISIONS OF THE ARTICLES OF ASSOCIATION. However, as per the Circulars issued by MCA, the entitlement for appointment of proxy has been dispensed with for the General Meetings conducted through VC / OAVM. Accordingly, the Attendance Slip, Proxy Form and Route Map have not been annexed to this Notice of EGM.
- 2) Corporate Members intending to nominate their authorised representatives to attend the Meeting are requested to send a certified copy of the Board Resolution authorising their representative to attend and vote on their behalf at the Meeting.
- 3) The Explanatory Statement as required under Section 102 of the Companies Act, 2013 is annexed hereto and forms an integral part of the Notice.
- 4) Members may kindly note that since the Extraordinary General Meeting of the Company is scheduled to be held through VC / OAVM, the login credentials shall be shared with the Members along with the instructions for logging in, to their registered mail ids. In case of any clarifications in this regard, Members can reach out to us at secretarial@samunnati.com or 044-66762400.



**Samunnati Financial Intermediation
& Services Pvt. Ltd.**

Regd. Office & Corporate Office:
Baid Hi-Tech Park, 8th floor, No. 129-B,
ECR Road, Thiruvanniyur, Chennai – 600041.

P +91-044-66762400
E info@samunnati.com
W www.samunnati.com

CIN - U65990TN2014PTC096252



ANNEXURE TO THE NOTICE

A. EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

The following statement contains all the material facts relating to the Special Business as set out in this Notice:

ITEM NO. 1

ORDINARY RESOLUTION:

TO CONSIDER AND APPROVE APPOINTMENT OF MR. STEPHEN DONGWON LEE AS A NOMINEE DIRECTOR OF THE COMPANY

In accordance with the Shareholders' Agreement entered into by and between the Company and its Investors (as amended from time to time), Teachers Insurance and Annuity Association of America (hereinafter referred to "TIAA" or "the Investor") had nominated Ms. Rekha Unnithan (DIN: 08354141) as a Nominee Director on the Board of the Company w.e.f. May 24, 2019.

The Company is in receipt of a change of nomination from TIAA nominating Mr. Stephen Dongwon Lee (DIN: 08640160) as the Nominee Director in place of Ms. Rekha Unnithan (DIN: 08354141). Accordingly, Ms. Rekha Unnithan has tendered her resignation as Nominee Director on the Board of the Company w.e.f. November 29, 2023.

Based on the review of all the declarations given by Mr. Stephen Dongwon Lee including the fit and proper declaration, the Nomination and Remuneration Committee had on November 25, 2023, by way of a resolution by circulation, recommended to the Board, the appointment of Mr. Stephen Dongwon Lee as a Nominee Director.

The Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, has recommended the appointment of Mr. Stephen Dongwon Lee as a Nominee Director, not liable to retire by rotation, with effect from November 30, 2023 after taking note of the consents and disclosures/declarations provided by him.

In the opinion of the Board, Mr. Stephen Dongwon Lee is a fit and proper person for appointment as a Director as per the RBI regulations. The brief profile of Mr. Stephen Dongwon Lee and other information as required under the Secretarial Standards are disclosed under Para - B of this statement.

The Board recommends the appointment of Mr. Stephen Dongwon Lee (DIN: 08640160) as a Nominee Director with effect from November 30, 2023. In compliance with the relevant provisions of the Act, the appointment of Mr. Stephen Dongwon Lee is being placed before the Members for their approval by means of an Ordinary Resolution.

None of the Directors or Key Managerial Personnel of the Company or their relatives are concerned or interested in the resolution as set out in Item no. 1 to the Notice.

**Samunnati Financial Intermediation
& Services Pvt. Ltd.**

Regd. Office & Corporate Office:

Baid Hi-Tech Park, 8th floor, No. 129-B,

ECR Road, Thiruvananthapuram, Chennai – 600041.

P +91-044-66762400

E info@samunnati.com

W www.samunnati.com



CIN - U65990TN2014PTC096252

B. DISCLOSURE UNDER SECRETARIAL STANDARDS 2 ON GENERAL MEETINGS

Name of the Director	Mr. Stephen Dongwon Lee
DIN	08640160
Date of Birth	26/04/1979
Age	44
Qualification(s)	B.A, MBA, M.S. in Foreign Service
Date of Appointment (Initial Appointment)	Not Applicable
Nature of his expertise in specific functional areas	Currently a Senior Director and Head of Asia in the Impact Investing group at Nuveen and overseeing Nuveen's Impact Investing private equity program across Asia, particularly in India and Southeast Asia. Prior to joining Nuveen in 2014, worked as Director of Access to Finance for Building Markets, a social enterprise based in New York that supports local businesses in post-conflict and developing countries and also worked in investment banking at J.P. Morgan and management consulting at Accenture, among other roles.
Number of Board Meetings attended during FY 2022-23	Not applicable
Inter-se relationship with any other directors and KMPs of the Company	None
Directorships in other Companies	<ul style="list-style-type: none"> • Aviom India Housing Finance Private Limited • Arohan Financial Services Limited • Aavishkaar Venture Management Services Private Limited • Kinara Capital Private Limited
Number of shares held in the Company	NIL
Details of remuneration sought to be paid	Not Applicable
Details of remuneration last drawn	NIL

By Order of the Board of Directors



S. Arun Kumar

S Arun Kumar
Company Secretary

Place: Chennai

Date: November 27, 2023

**Samunnati Financial Intermediation
& Services Pvt. Ltd.**

Regd. Office & Corporate Office:
Baid Hi-Tech Park, 8th floor, No. 129-B,
ECR Road, Thiruvannamiyur, Chennai – 600041.

P +91-044-66762400
E info@samunnati.com
W www.samunnati.com

CIN - U65990TN2014PTC096252