

NOTICE

Notice is hereby given that the **22nd Annual General Meeting (AGM)** of the Shareholders of **Grihum Housing Finance Limited** (hereinafter referred to as 'Company/the Company') will be held at a Shorter Notice on Tuesday, 26 May, 2026, at 11:00 A.M. (IST) through Video conferencing (VC)/ other Audio-Visual Means (OAVM), to transact the following businesses:

The AGM being held through VC/OAVM, the requirement of physical attendance of Members has been dispensed with. Accordingly, the proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company at 6th Floor, B Building, Ganga Trueno, Lohegaon, Pune, Maharashtra 411014, which shall be the deemed venue of the AGM.

ORDINARY BUSINESS:

- 1. To receive, consider and adopt the Annual Audited Financial Statements of the Company for the Financial Year ended 31 March, 2026 including the Balance Sheet as of 31 March, 2026 and Statement of Profit & Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.**

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

“RESOLVED THAT the Annual Audited Financial Statements of the Company for the financial year ended 31 March, 2026 including the Statement of Profit and Loss, Cash Flow Statement and the Audited Balance Sheet as on that date and annexures thereto together with the reports of the Board of Directors and Auditors thereon be and are hereby approved and adopted.”

- 2. To consider and approve re-appointment of Mr. Puneet Bhatia (DIN:00143973) as a Director of the Company, who retires by rotation and being eligible offers himself for re-appointment**

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

“RESOLVED THAT Mr. Puneet Bhatia (DIN: 00143973), who retires by rotation at this Annual General Meeting in terms of the provisions of Section 152(6)(e) of the Companies Act, 2013 and being eligible for re-appointment, be and is hereby re-appointed as Director of the Company and that he shall be liable to retire by rotation.”

SPECIAL BUSINESS:

3. To consider and approve appointment of Mr. Abhijit Sen (DIN: 00002593) as a Non-Executive Independent Director of the Company

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 160 read with Schedule IV of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014, other applicable provisions, if any, (including any amendment thereto or re-enactment thereof, for the time being in force), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) to the extent applicable and the Reserve Bank of India (Housing Finance Companies Directions, 2025, read with the Reserve Bank of India (Non – Banking Financial Companies – Governance) Directions, 2025, as amended from time to time (“RBI HFC Directions”), Insurance Regulatory and Development Authority of India (Registration of Corporate Agents) Regulations, 2015 (“IRDAI”) and applicable provisions of other law(s), if any, including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, and pursuant to the Articles of Association of the Company, Mr. Abhijit Sen (DIN: 00002593) who was appointed as an Additional Director of the Company with effect from 01 April, 2026 by the Board of Directors (hereinafter referred to as “the Board” which term shall be deemed to include any Committee(s) constituted or to be constituted by the Board to exercise the powers conferred on the Board by this Resolution), and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act proposing his candidature for the office of a Director, be and is hereby appointed as a Non – Executive Independent Director of the Company, not liable to retire by rotation, to hold office for a period of 3 (three) consecutive years with effect from 01 April, 2026;

RESOLVED FURTHER THAT any of the Director, Chief Financial Officer, Chief Compliance Officer or the Company Secretary of the Company be and are hereby severally authorized to file the necessary filings with the Registrar of Companies, the National Housing Bank, the Reserve Bank of India, the Stock Exchanges and any other regulatory authorities and to do all such acts, things or deeds in connection therewith in order to give effect to the said appointment, as may be considered appropriate and as may be required from time to time;

RESOLVED FURTHER THAT any of the Director, Chief Financial Officer, Company Secretary or the Assistant Company Secretary of the Company be and is hereby authorized to issue a certified true copy of this resolution to any authority or such other person as may be required.”

4. To consider and approve revision in the remuneration of Mr. Arjun Chowdhry (DIN: 02947622), Managing Director & Chief Executive Officer of the Company

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

“RESOLVED FURTHER THAT pursuant to Sections 196, 197, 198 and 203 of the Companies Act, 2013 (the “Act”), read with Schedule V of the Act, the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014, and the Companies (Appointment and Qualifications of Directors) Rules, 2014, (including any statutory

modification(s) or re-enactment(s) thereof for the time being in force) and other applicable provisions of the Act, if any, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Reserve Bank of India (Housing Finance Companies) Directions, 2025, read with the Reserve Bank of India (Non-Banking Financial Companies – Governance) Directions, 2025, and the Guidelines on Compensation of Key Managerial Personnel (KMP) and Senior Management in NBFCs dated April 29, 2022, along with other applicable circulars and guidelines issued by the Reserve Bank of India from time to time, the Insurance Regulatory and Development Authority of India (Registration of Corporate Agents) Regulations, 2015 and any other applicable provisions of other law(s), rules, regulations and guidelines, including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, and pursuant to the Articles of Association of the Company and the Remuneration Policy of the Company, and based on the recommendation of Nomination & Remuneration Committee, Audit Committee and Board of Directors, the approval of the Members of the Company be and is hereby accorded for revision in the remuneration of Mr. Arjun Chowdhry (DIN: 02947622) Managing Director and Chief Executive Officer of the Company effect from 1 April, 2026, as per the details set out in the Explanatory Statement annexed to the Notice convening this meeting (including remuneration to be paid in the event of loss or inadequacy of profits in any financial year during the balance tenure or during such financial years when the loss or inadequacy arises, whichever is lower) and payment of Annual Performance Bonus for FY 2025-26, with liberty to the Board of Directors (hereinafter referred to as the 'Board', which term shall include any committee(s) constituted or to be constituted by the Board to exercise the powers conferred on the Board by this Resolution) to alter or vary the said terms and conditions and / or the remuneration, from time to time, as the Board may deem fit and as may be agreed to between the Board and Mr. Chowdhry, provided that such alteration or variation, as the case may be, is within the overall limits as prescribed under Section 197 and/or Schedule V to the Act;

RESOLVED FURTHER THAT the Board of Directors of the Company and / or members of the Nomination and Remuneration Committee, be and are hereby authorized to alter, vary and / or revise the remuneration within the overall limits approved herein, and to settle any question or difficulties in connection therewith or incidental thereto and to delegate all or any of its powers hereby conferred to a Committee constituted by the Board or to any of the officials or employees of the Company from time to time, with power to the said Committee to further delegate its powers to any of its members or to any officers or employees of the Company;

RESOLVED FURTHER THAT any of the Directors, the Chief Financial Officer, the Chief Operating Officer, the Chief Compliance Officer, the Chief Human Resources Officer or the Company Secretary of the Company be and are hereby severally authorized to file the necessary filings with the Registrar of Companies, the National Housing Bank, the Reserve Bank of India, the Stock Exchanges and any other regulatory authorities and to do all such acts, things or deeds in connection therewith in order to give effect to the said resolution as may be considered appropriate and as may be required from time to time;

RESOLVED FURTHER THAT any of the Director, the Chief Financial Officer, the Company Secretary or the Assistant Company Secretary of the Company be and is hereby authorized to issue a certified true copy of this resolution to any authority or such other person as may be required."



GRIHUM
HOUSING FINANCE
Apna Ghar. Apni Pehchan.

By Order of the Board of Directors

For **Grihum Housing Finance Limited**

Sd/-

Vaishnavi Suratwala

Company Secretary

Registered Office:

6th Floor, B-Building, Ganga Trueno,

Lohegaon, Pune – 411014

Date: 14 May, 2026

Place: Mumbai

Grihum Housing Finance Limited

CIN: U65922PN2004PLC208751 | ☎ 020 - 67815500 | ✉ Info@grihumhousing.com

Registered Office: 6th Floor, B-Building, Ganga Trueno, Lohegaon, Pune – 411014

 www.grihumhousing.com

NOTES:

1. Shorter Notice consent has been received from not less than ninety-five per cent. of the members entitled to vote to convene the said AGM.
2. The Ministry of Corporate Affairs (“MCA”) has vide its circulars dated 08 April, 2020 read with circulars dated 13 April 2020, 15 June, 2020, 28 September, 2020, 31 December, 2020, 23 June, 2021, 08 December, 2021, 05 May, 2022, 28 December, 2022, 25 September, 2023 , 19 September, 2024 and 22 September, 2025 (collectively referred to as “MCA Circulars”) permitted the holding of the Annual General Meeting (“AGM”) through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Act and MCA Circulars, the AGM of the Company is being held through VC / OAVM. Further, for the purpose of technical compliance of the provisions of section 96(2) of the Act we are assuming the place of meeting as the place where the Company is domiciled i.e., the registered office of the Company.
3. The Statement pursuant to Section 102 and other applicable provisions of the Companies Act, 2013 and rules made thereunder is annexed hereto and forms part of the Notice. As required under Secretarial Standard – 2 issued by the Institute of Company Secretaries of India (ICSI), the information pertaining to the directorship is provided in **Annexure A** to this Notice.
4. Pursuant to the provisions of the Act, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a member of the Company. Since the AGM is being conducted through VC/OAVM pursuant to MCA Circulars, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
5. In compliance with the MCA circulars, Notice of the AGM shall be given only through emails registered with the Company or with the depository participant/depository. Members may note that the Notice will also be available on the Company’s website at <https://griumphousing.com>
6. Corporate Members are requested to send a duly certified copy of the Board Resolution/Power of Attorney authorizing their representative(s) pursuant to Section 113 of the Companies Act, 2013 to attend and vote on their behalf at the AGM.
7. The Member can attend the meeting through VC from their laptop/mobile. Members are requested to follow the steps mentioned in the file named ‘**INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC**’ which is enclosed with the Notice of the AGM and shall also be attached separately on the e-mail, with the Notice of the AGM.
8. The Company shall provide VC facility via **ZOOM VIDEO COMMUNICATIONS (“Zoom”)** in order to make it convenient for the Members to attend the Meeting. Members are required to use the following link or details to join the meeting through VC facility of Zoom:

Zoom Meeting Link	https://zoom.us/j/97693663449?pwd=V6rYuCTpaGzZbCqbvJ8T34r9LbaLaw.1
Meeting ID	976 9366 3449
Password	841419

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9. The Members desirous to inspect the relevant documents referred to in the accompanying notice and other statutory registers are required to send requests on the Company Secretary's email address at vaishnavi.suratwala@griumphousing.com. An extract of such documents would be sent to the members at their registered email address. The same will also be made available for inspection by the members at the Meeting in electronic mode.
10. The Members seeking any information with regard to the matters to be placed at the AGM, are requested to write to the Company Secretary's email address at vaishnavi.suratwala@griumphousing.com. The same shall be taken up in the AGM and replied by the Company suitably.
11. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
12. The documents, if any, referred to in the Explanatory Statement will be made available for inspection by the members at the Meeting in electronic mode.
13. The Members seeking any information with regard to any matter to be placed at AGM are requested to submit their questions in advance, on or before AGM to the Company Secretary's email address at vaishnavi.suratwala@griumphousing.com. The same will be replied to by the Company suitably.
14. Since the AGM will be held through VC/OAVM, the Route Map is not annexed to the notice.

Instructions for participating in the 22nd (Twenty Second) Annual General Meeting of the Members of Grihum Housing Finance Limited, to be held on Tuesday, 26 May, 2026, at 11:00 A.M. (IST) through Video Conference, by using Zoom Meeting Application.

Instructions for participating the aforesaid AGM through Video Conference:

Step 1

Download the Zoom Meeting Application in your Mobile or Laptop. You may use this link to download the application [<https://zoom.us/>].

Step 2

Click on “Sign up”

Step 3

For verification, please enter your “Date of Birth”

Step 4

Please enter “Your email”, “First Name” and “Last Name” and click on “I agree to the Terms of Service”

Step 5

Now go to your registered email provided, check Inbox for the registration email and click on the “Activate Account”

Step 6

Go to your Zoom Application, click on the “Join” and enter the Meeting Id and password and now click on the “Join Meeting” Tab and ensure that you have proper internet facility through Mobile phone or Wi-Fi connected to your device.

Other instructions:

1. Please note that, if you have already downloaded /using Zoom Application, then you need not do the aforesaid activities and you have to just enter the Zoom Meeting Id and Password, as provided in this Notice.
2. You can sign-in/join the meeting 15 minutes before the scheduled time of the meeting for timely participation in the AGM through video conference. Further, any member may join the meeting within 15 minutes from the commencement of the meeting.
3. Please listen and participate in the discussion carefully.

4. The members attending the AGM through VC may send their assent or dissent through their registered email-id to the email-id of the Company Secretary's email address at vaishnavi.suratwala@griumphousing.com. Please click on the "Mute" tab, when there is any disturbance or noise around you or you are not talking.
 5. Please ensure that no other person is sitting with you/participating/ having access to the proceedings of the Meeting through Video Conference.
 6. Please click on "Unmute" tab when you want to say something.
 7. In case of any assistance before or during the video conference as aforesaid, you can contact the Company Secretary's email address at vaishnavi.suratwala@griumphousing.com
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Grihum Housing Finance Limited

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EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND SECRETARIAL STANDARD – 2 ON GENERAL MEETINGS

The following statement sets out all material facts relating to the businesses mentioned in the accompanying Notice.

ITEM NO. 3:

The Members are being informed that pursuant to the provisions of the Companies Act, 2013 ('Act'), read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable rules, if any, and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') to the extent applicable, the Board of Directors of the Company ("Board") on the recommendation of Nomination and Remuneration Committee ("NRC"), *vide* its resolution dated 31 March, 2026 had appointed Mr. Abhijit Sen (DIN: 00002593) as an Additional Director in the capacity of Non-Executive Independent Director on the Board of the Company with effect from 01 April, 2026 in terms of Section 161 of the Act.

The Brief profile of Mr. Abhijit Sen is stated below for due consideration of the Members of the Company:

Mr. Abhijit Sen retired as Chief Financial Officer- Citibank, India Subcontinent in 2015 after serving the organization for almost 20 years. Post retirement he was associated with a large Big 4 firm as an External Advisor, for their activities in the Banking and Financial Services Sector. He served on several Boards including Trent Limited, UGRO Capital Limited, Ujjivan Financial Services Limited and Cashpor Micro Credit. He also chairs the Audit Committee of Manappuram Finance Ltd Limited., in addition to serving on several other Board Committees. He has also chaired the Audit Committees of Credila Financial Services Limited and Tata Investment Corporation Limited. He has been a member of the Risk Committee of the National Stock Exchange in the past; he was also on the Board of National Securities Depository Limited and various Citi entities and has been an External Advisor to General Atlantic.

He has a B.Tech (Hons) degree from the Indian Institute of Technology, Kharagpur and a Postgraduate Diploma in Management from the Indian Institute of Management, Kolkata with Majors in Finance & Information Systems.

The Company has received notice from a Member, under Section 160 of the Act, proposing the candidature of Mr. Sen for appointment as Non - Executive Independent Director of the Company.

The Company has also received necessary disclosures from Mr. Sen including: (a) the consent for his appointment as a Director of the Company in form DIR-2; (b) a declaration that he is not disqualified to be appointed as Director in form DIR-8; (c) notice of his interest in form MBP-1; (d) a declaration confirming that he has not been convicted for any offence under any of the statutes and a declaration that he meets the criteria of independence as per the provisions of the Act, the Listing Regulations; (e) the confirmation that he fulfils the requisite conditions specified in Section 149(6) and other relevant provisions of the Act, the Listing Regulations and the Code of Conduct of the Company for his proposed appointment as a Non - Executive Independent Director of the Company; and (f) a declaration and undertaking that he fulfills the Fit and Proper criteria prescribed by the Insurance Regulatory Development Authority of India (IRDAI) and the Reserve Bank of India (Housing Finance Companies) Directions, 2025, and the Reserve Bank of India (Non – Banking Financial Companies – Governance) Directions, 2025 (Governance Directions).

The Members may note that Mr. Sen has confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties as a Non - Executive Independent Director of the Company. Mr. Sen has also confirmed that he is not debarred from holding the office of a director by virtue of any order passed by the Securities and Exchange Board of India (SEBI) or any such authority.

Further, Mr. Sen has confirmed that he is in compliance with Rules 6(1), 6(2), and 6(4) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to his registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs. He has also confirmed that presently he is not serving as an Independent Director on the board of more than 3 (three) NBFCs (NBFC – Middle Layer or NBFC- Upper Layer) at the same time and shall ensure compliance with the Governance Directions and therefore, no conflict of interest arises as a result of Mr. Sen’s proposed appointment on the Board of the Company.

The Board is of the opinion that he is a person of integrity and possesses the relevant skills, knowledge and experience relevant to the Company’s business and industry in which the Company operates and fulfils the conditions for appointment as an Independent Director as specified in the Act, the Listing Regulations and is independent of the management of the Company; and the proposed appointment of Mr. Sen as a Non – Executive Independent Director would be of immense benefit to the Company. He will be eligible for payment of sitting fees as may be approved by the Board from time to time.

Accordingly, In terms of Section 149 read with Schedule IV of Companies Act, 2013, and other applicable provisions of the Act, the Listing Regulations, and any other applicable laws, including any amendment thereto or any modification thereof, considering the skills, experience, knowledge of Mr. Sen and based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company recommends the appointment of Mr. Sen as Non – Executive Independent Director of the Company not liable to retire by rotation, for a period of 3 (three) consecutive years with effect from 01 April, 2026 to the Members for approval. Further, the Members may note that Mr. Sen has already attained the age of 75 years, hence approval by way of Special Resolution is placed before the Members of the Company.

Information pertaining to the appointment of Mr. Sen, in accordance with the provisions of Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India, is enclosed as **Annexure A** to the Notice.

The Board recommends the passing of the **Special Resolution** as set out in **Item No.3** of the Notice.

None of the Directors, Key Managerial Personnel and their relatives are concerned/interested, financially or otherwise, in the aforesaid resolution except Mr. Abhijit Sen, Non-Executive Independent Director of the Company.

ITEM NO. 4:

The Members are being apprised that the Board of Directors vide its resolution dated 10 February, 2026 and based upon the recommendation of the Nomination and Remuneration Committee (NRC) and Audit Committee (AC) had approved the appointment of Mr. Arjun Chowdhry (DIN: 02947622) as the Managing Director and Chief Executive Officer (MD & CEO), not liable to retire by rotation, to hold office for a term not exceeding 5 years with effect from 10 February, 2026.

The Members may note that the shareholders at the Extra Ordinary General Meeting held on 02 March, 2026 authorized the Board of Directors (including the Nomination and Remuneration Committee) to alter and vary the terms and conditions of the said appointment and / or remuneration of Mr. Chowdhry, from time to time, as it may deem fit and as may be agreed to between the Board of Directors and Mr. Chowdhry, provided that such alteration or variation, as the case may be, is within the overall limits as prescribed under Section 197 and Schedule V to the Companies Act, 2013.

The Members, at the Extra-ordinary General Meeting (EGM) held on 02 March, 2026, had approved the terms of his appointment including the remuneration payable to Mr. Chowdhry. The Board of Directors of the Company upon recommendation of Nomination and Remuneration Committee and Audit Committee vide its resolution dated 14 May, 2026 and considering the performance of Mr. Arjun Chowdhry, as well as the considerable progress made by the Company under his leadership and subject to the approval of the Members of the Company, approved revision in his remuneration for FY 2026–27 and Annual Performance Bonus (APB) payable to him for FY 2025–26.

In view of the above, the revised remuneration payable to Mr. Arjun Chowdhry with effect from 1 April 2026 shall be as follows:

1. Fixed Pay: INR 3,18,74,700/- per annum (Rupees Three Crore Eighteen Lakh Seventy-Four Thousand Seven Hundred Only) including perquisites / benefits and any other allowances as may be decided by the Nomination & Remuneration Committee and / or the Board. In addition, he is eligible for gratuity of INR 7,68,180/- per annum (Rupees Seven Lakh Sixty-Eight Thousand One Hundred Eighty Only) in alignment with the Code on Wages, 2019 and related Labour law reforms.
2. Annual Performance Bonus (Linked to performance target to be decided every year): (a) For FY 2025-2026 shall be payable as determined by the Nomination & Remuneration Committee and / or the Board; and (b) for FY 2026-2027 shall be payable basis his individual and the Company's performance and the exact quantum of which shall be decided by the Board of Directors based on the recommendation of Nomination and Remuneration Committee at its absolute discretion.
3. Employee Stock Options (ESOPs'): Mr. Chowdhry has been granted 22,91,667 ESOPs under Grihum's Employee Stock Option Plan 2026. Any gains arising from the exercise of such options and other monetary benefits received shall be deemed to form part of his overall remuneration.
4. Minimum Remuneration: In the event of loss or inadequacy of profits in any financial year during the term of office of Mr. Chowdhry as Managing Director and Chief Executive Officer, the Company will pay to Mr. Chowdhry in respect of such financial years in which such inadequacy or loss arises or a period of 3 years, whichever is

lower, the remuneration as set out above by way of consolidated salary, perquisites and allowances as minimum remuneration, in accordance with the provisions of Section 197 and or Schedule V of the Act or such higher limit as may be approved by the Central Government or other appropriate authority, if any, required in this regard.

5. Mr. Chowdhry shall not be paid any sitting fees for attending the meetings of the Board or Committees thereof.

Information pertaining to revision in the remuneration to be paid to Mr. Chowdhry in accordance with the requirement of Schedule V, Part II, Section II, Clause A of the Act and the provisions of the Secretarial Standards 2 issued by the Institute of Company Secretaries of India is given in Annexure A & B to this explanatory statement.

The Board recommends the passing of the **Special Resolution** as set out in **Item No.4** of the Notice.

None of the Directors, Key Managerial Personnel and their relatives are concerned/interested, financially or otherwise, in the aforesaid resolutions except Mr. Arjun Chowdhry, Managing Director and Chief Executive Officer of the Company.

By Order of the Board of Directors

For **Grihum Housing Finance Limited**

Sd/-

Vaishnavi Suratwala

Company Secretary

Registered Office:

6th Floor, B-Building, Ganga Trueno,
Lohegaon, Pune – 411014

Date: 14 May, 2026

Place: Mumbai

ANNEXURE A

INFORMATION IN ACCORDANCE WITH THE REQUIREMENT OF PARA 1.2.5 OF THE SECRETARIAL STANDARDS 2 ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA IS GIVEN BELOW:

Brief Profile of Mr. Puneet Bhatia (DIN: 00143973), Mr. Abhijit Sen (DIN: 00002593) and Mr. Arjun Chowdhry (DIN: 02947622):

Name of the Director Director Identification Number (DIN)	Mr. Puneet Bhatia 00143973	Mr. Abhijit Sen 00002593	Mr. Arjun Chowdhry 02947622
Date of Birth and Age	16 December, 1966 (59 Years)	17 November, 1950 (75 years)	10 December 1971 (54 Years)
Qualifications	Master's in business administration from Indian Institute of Management Calcutta and an undergraduate degree in Commerce from Shri Ram College of Commerce, Delhi.	B.Tech (Hons) degree from the Indian Institute of Technology, Kharagpur and a Postgraduate Diploma in Management from the Indian Institute of Management, Kolkata with Majors in Finance & Information Systems.	B.Sc. (Hons) - St Stephens College, Delhi, and PGDM (MBA) - Indian Institute of Management (IIM), Bangalore
Experience/ Brief Resume	<p>Mr. Puneet Bhatia is Co-Managing Partner and Country Head, India of TPG Capital Asia. Prior to joining TPG in 2002, Mr. Bhatia was the Chief Executive, Private Equity Group, for GE India, and before that, a member of the Project and Corporate Finance group at ICICI Ltd and as senior research analyst at Crosby Securities.</p> <p>Mr. Bhatia holds a B.Com Honors degree from Shri Ram College of Commerce, Delhi, and an MBA from the Indian Institute of Management, Calcutta. He serves on the Boards of Directors of several TPG portfolio companies including Jana Capital, Manipal Hospitals,</p>	<p>Mr. Abhijit Sen retired as Chief Financial Officer- Citibank, India Subcontinent in 2015 after serving the organization for almost 20 years. Post retirement he was associated with a large Big 4 firm as an External Advisor, for their activities in the Banking and Financial Services Sector. He served on several Boards including Trent Limited, UGRO Capital Limited, Ujivan Financial Services Limited and Cashpor Micro Credit. He also chairs the Audit Committee of Manappuram Finance Ltd Limited., in addition to serving on several other Board Committees. He has also chaired the Audit Committees of Credila Financial Services Limited and Tata Investment Corporation Limited. He has been a member of the Risk Committee of</p>	<p>Mr. Arjun Chowdhry is a seasoned banking professional with over 30+ years of extensive experience in consumer banking. Since March 2023, he has served as the Group Executive for Retail Lending, Affluent Banking, Cards & Payments at Axis Bank, following the acquisition of Citibank India's consumer business.</p> <p>Prior to joining Axis Bank, Mr. Chowdhry played a pivotal role as the Country Consumer Business Head for Citibank India, where he led the successful transition and integration of Citibank's consumer business into Axis Bank. His leadership during the 2+ year transition period was central to ensuring continuity and excellence in customer experience.</p>

Name of the Director	Mr. Puneet Bhatia	Mr. Abhijit Sen	Mr. Arjun Chowdhry
	Fractal Analytics, UPL Global and as director on Havells India.	the National Stock Exchange in the past; he was also on the Board of National Securities Depository Limited and various Citi entities and has been an External Advisor to General Atlantic. He has a B.Tech (Hons) degree from the Indian Institute of Technology, Kharagpur and a Postgraduate Diploma in Management from the Indian Institute of Management, Kolkata with Majors in Finance & Information Systems.	Throughout his career at Citibank India, Mr. Chowdhry held diverse leadership roles across operations, sales, strategy, and business management. He was instrumental in building key businesses including cards, wealth management, and salary segments. Notably, during his long operations tenure, he established and scaled Citi's first US-facing offshore mortgage operations, which he led for over five years. Mr. Chowdhry brings with him a rich blend of strategic vision, operational excellence, and customer-centric leadership, making him exceptionally well-positioned to lead and grow complex businesses in a dynamic environment. Mr. Chowdhry is an B.Sc. (Hons) - St Stephens College, Delhi, and PGDM (MBA) - Indian Institute of Management (IIM), Bangalore
Nature of expertise in specific functional areas	Banking, Financial Services, Business Development, Partnerships, Strategic Alliances.	Banking, Financial Services, Business Development, Partnerships, Compliance & Governance.	Banking, Financial Services, Insurance, P & L Management, Business Development, Partnerships, Strategic Alliances, Compliance & Governance.
Relationship with other Directors, Manager and other Key Managerial Personnel of the company	No <i>inter-se</i> relationship with any other Director or KMP of the Company	No <i>inter-se</i> relationship with any other Director or KMP of the Company	No <i>inter-se</i> relationship with any other Director or KMP of the Company

<p>Name of the Director</p> <p>Directorships of other companies (excluding foreign companies)</p>	<p>Mr. Puneet Bhatia</p> <ol style="list-style-type: none"> 1. ManiPal Health Enterprises Private Limited 2. UPL Sustainable Agri Solutions Limited 3. Flare Estate Private Limited 4. Pinewood Estates Private Limited 5. Havells India Limited 6. TPG Capital India Private Limited 7. Jana Capital Limited 8. SCCA Propertymart Private Limited 9. SLK Software Private Limited 10. Avarta Investment Managers LLP 	<p>Mr. Abhijit Sen</p> <ol style="list-style-type: none"> 1. Manappuram Finance Limited 2. Asirvad Microfinance Limited 	<p>Mr. Arjun Chowdhry</p> <p>Nil</p>
<p>Membership / Chairmanship of Committees of other Boards (excluding foreign companies)</p>	<p>Membership:</p> <ol style="list-style-type: none"> 1. TPG Capital India Private Limited - Corporate Social Responsibility Committee 2. ManiPal Health Enterprises Private Limited - Compensation & Remuneration Committee and Executive Committee 3. Havells India Limited – Nomination and Remuneration Committee 	<p>Membership:</p> <ol style="list-style-type: none"> 1. Manappuram Finance Limited - Corporate Social Responsibility Committee 2. Asirvad Microfinance Limited – Risk Management Committee <p>Chairmanship:</p> <p>Manappuram Finance Limited - Audit Committee, Risk Management Committee and Information Technology Strategy Committee</p>	<p>Nil</p>
<p>Equity listed Companies and/or other Companies from which he/she resigned in the past three years</p>	<p>Nil</p>	<p>Mr. Sen held Directorships in the following listed/unlisted companies during the past three years:</p> <ol style="list-style-type: none"> 1. Credila Financial Services Limited 2. Pramerica Life Insurance Limited 3. Tata Investment Corporation Limited 4. Cashpor Micro Credit 5. Veritas Finance Limited 	<p>Mr. Chowdhry held Directorships in the following unlisted companies during the past three years:</p> <ol style="list-style-type: none"> 1. Axis Max Life Insurance Limited 2. National Payments Corporation Limited 3. A. Treds Limited

Name of the Director	Mr. Puneet Bhatia	Mr. Abhijit Sen	Mr. Arjun Chowdhry
No. of Equity shares held in the Company including beneficial ownerships (As on March 31, 2026)	Nil	6. Booker India Limited 7. Netafim Agricultural Financing Agency Private Limited 8. Ugro Capital Limited Nil	Nil
Key terms and conditions of appointment/ re reappointment	Mr. Puneet Bhatia is a Non-Executive Director of the Company, liable to retire by rotation as per the provisions of the Companies Act, 2013 (the Act) and other applicable laws, if any. He retires by rotation at this 22 nd Annual General Meeting, and being eligible, seeks re-appointment. Presently, Non-Executive Directors of the Company are not entitled to receive sitting fees / remuneration, however he shall be entitled to sitting fees / remuneration if approved by the Board of Directors / Shareholders of the Company in accordance with the provisions of the Act or rules framed thereunder.	As set out in the resolution and explanatory statement	As set out in the resolution and explanatory statement
Remuneration proposed to be paid	Nil	Sitting fees as approved by the Board from time to time	Remuneration as mentioned in the explanatory statement of this Notice
Remuneration last drawn (FY 25-26)	Nil	Nil	Rs. 3.79 Crore
Date of first appointment on Board.	08 September, 2023	01 April, 2026	Mr. Arjun Chowdhry (DIN: 02947622) was appointed as Chief Executive Officer (CEO) of the Company with effect from 02 September 2025 and pursuant to the approval of the Reserve Bank of India vide

Name of the Director	Mr. Puneet Bhatia	Mr. Abhijit Sen	Mr. Arjun Chowdhry
			<p>its letter dated 01 December 2025, was appointed as MD & CEO, not liable to retire by rotation, for a term not exceeding five years with effect from 10 February 2026, as approved by the Shareholders at the Extra-Ordinary General Meeting held on 02 March 2026.</p>
<p>Number of meetings of the Board attended during the Financial Year 2025-26</p>	<p>Mr. Puneet Bhatia attended Five (5) meeting in the capacity of Non-Executive Non-Independent Director out of a total of Seven (7) Board Meetings during the financial year 2025-26.</p>	<p>Nil</p>	<p>Mr. Arjun Chowdhry attended One (1) meeting in the capacity of MD & CEO and two (2) as an invitee aggregating to a total of three (3) Board Meetings during the financial year 2025-26.</p>
<p>Justification for appointment of Independent Director (including skills and capabilities required for the role)</p>	<p>-</p>	<p>Mr. Abhijit Sen's appointment as an Independent Director is justified by his extensive experience in the banking and financial services sector, including his tenure as CFO at Citibank, India. He brings strong expertise in financial management, risk oversight, and corporate governance, along with significant board and audit committee experience. His strategic insight and domain knowledge make him well-suited for the role.</p>	<p>-</p>

Annexure B

Information pursuant to Schedule V, Part II, Section II, Clause A of the Companies Act, 2013					
I. General Information:					
1.	Nature of industry:	The Company is a Housing Finance Company, engaged in retail financing			
2.	Date or expected date of commencement of commercial production:	The Company was incorporated on 21 April, 2004. It got the Certificate to commence business on 26 April, 2004. It got registered as a Housing Finance Company on 25 October, 2004 with the National Housing Bank. The name of the Company was changed from Poonawalla Housing Finance Limited to Grihum Housing Finance Limited w.e.f. 17 November, 2023			
3.	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus.	Not Applicable			
4.	Financial performance during the last 3 Financial periods	Particulars	Audited figure for the FY 2025-26 (Rs. in Crores)	Audited figure for the FY 2024-25 (Rs. in Crores)	Audited figure for the FY 2023-24 (Rs. in Crores)
		Total Income	1,253.60	1,272.35	1,045.65
		Total Expenses	1,057.21	991.43	862.40
		Profit/(Loss) before Tax	196.39	280.92	183.25
		Provision for Taxation	11.35	70.21	43.29
		Profit/(Loss) after Tax	185.04	210.71	139.96
5.	Foreign investments or collaborators, if any:	Perseus SG Pte. Ltd, a private Company incorporated under laws of Singapore holds 97.94% of the total paid up share capital of the Company on a diluted basis. There is no foreign collaboration in the Company.			
II. Information about the appointee:					
1.	Background details	<p>Mr. Arjun Chowdhry is a seasoned banking professional with over 30+ years of extensive experience in consumer banking. Since March 2023, he has served as the Group Executive for Retail Lending, Affluent Banking, Cards & Payments at Axis Bank, following the acquisition of Citibank India's consumer business.</p> <p>Prior to joining Axis Bank, Mr. Chowdhry played a pivotal role as the Country Consumer Business Head for Citibank India, where he led the successful transition and integration of Citibank's consumer business into Axis Bank. His leadership during the 2+ year transition period was central to ensuring continuity and excellence in customer experience.</p>			

		<p>Throughout his career at Citibank India, Mr. Chowdhry held diverse leadership roles across operations, sales, strategy, and business management. He was instrumental in building key businesses including cards, wealth management, and salary segments. Notably, during his long operations tenure, he established and scaled Citi's first US-facing offshore mortgage operations, which he led for over five years.</p> <p>Mr. Chowdhry brings with him a rich blend of strategic vision, operational excellence, and customer-centric leadership, making him exceptionally well-positioned to lead and grow complex businesses in a dynamic environment.</p> <p>Mr. Chowdhry is an B.Sc. (Hons) - St Stephens College, Delhi, and PGDM (MBA) - Indian Institute of Management (IIM), Bangalore</p>
2.	Past remuneration (FY 25-26)	As mentioned in Annexure A above
3.	Recognition or awards	Multiple awards are granted based on long service and performance.
4.	Job profile and his suitability	As the MD & CEO, Mr. Chowdhry is responsible for the overall supervision and control of the Company. In a career of over 30+ years, he has held key position as Group Executive for Retail Lending, Affluent Banking, Cards & Payments at Axis Bank, following the acquisition of Citibank India's consumer business. The Company will continue to benefit under his leadership and guidance.
5.	Remuneration proposed	The Nomination and Remuneration Committee, Audit Committee and the Board of Directors of the Company at their respective meetings held on 13 May 2026 and 14 May, 2026 had approved the revision in the remuneration as mentioned in the explanatory statement of this Notice.
6.	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be w.r.t. the country of his origin)	The remuneration payable has been benchmarked with the remuneration being drawn by peers in similar capacity in similar companies of comparable size in the housing finance industry and has been considered by the Nomination and Remuneration Committee, Audit Committee and Board of Directors of the Company at its meeting held on 13 May 2026 and 14 May, 2026 respectively. The profile of Mr. Chowdhry, his responsibilities, complex business operations, industry benchmark and size of the Company justify the payment of said remuneration and commensurate with the remuneration packages paid to similar counterparts in other companies.
7.	Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any.	Mr. Chowdhry has no other pecuniary relationship with the Company or with any key managerial personnel or other Director except to the extent of his remuneration as MD and CEO and as mentioned above.
III.	Other information:	
1.	Reasons of loss or inadequate profits:	Not applicable.
2.	Steps taken or proposed to be taken for improvement:	

3.	Expected increase in productivity and profits in measurable terms:	
IV.	Disclosures:	
	The disclosures on remuneration package of each Director and details of all elements of remuneration package, details of fixed components and stock options details etc. are given in the Annual Report.	