

NOTICE OF TWENTY EIGHTH ANNUAL GENERAL MEETING

Notice is hereby given that the Twenty Eighth Annual General Meeting of the members of InCred Financial Services Limited ("the Company") will be held on Wednesday, September 30, 2020 at 4:00 p.m at the registered office of the company situated at Unit No. 1203, 12th floor, B Wing The Capital, Plot No. C - 70, G Block, BKC Mumbai -400051 to transact the following business:

ORDINARY BUSINESS:

1. To consider and adopt the Annual Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2020, the reports of the Board of Directors and Auditors thereon.
2. To consider and adopt the Annual Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2020 together with the Report of the Auditors thereon.
3. To appoint of Director in place of Mr. Vivek Anand (DIN: 02363239), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

4. **Appointment of Mr. Deepak Narang (DIN: 03272814) as an Independent Director of the Company:**

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

"RESOLVED THAT pursuant to the (i) provisions of Section 149, 152, 161 and any other applicable provisions of the Companies Act, 2013 ("the Act"), rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Act (ii) the applicable provisions of the Articles of Association of the Company; (iii) the Master Direction - Non-Banking Financial Company - Systemically Important Non Deposit taking Company and Deposit taking Company (Reserve Bank) Directions, 2016, as amended ("RBI Directions"); (iv) all other applicable laws, acts, rules, regulations, guidelines, circulars, directions and notifications; and (v) on the recommendation of the Nomination & Remuneration Committee ("NRC") and approval of the Board of Directors of the Company, Mr. Deepak Narang (DIN: 03272814), who was appointed as an Additional Independent Director of the Company with effect from March 4, 2020 for a period of 2 years and who holds office up to the date of this Annual General Meeting of the Company, and who is eligible for appointment as Non-Executive Independent Director and in respect of whom the Company has received a notice in writing from a Member under the provisions of Section 160 of the Act, proposing his candidature for the office of the Director, be and is hereby appointed as an Non-Executive Independent Director of the Company, not liable to retire by rotation to hold office for a term of 2 consecutive years commencing from March 4, 2020 to March 3, 2022.

INCRED FINANCIAL SERVICES LIMITED
(Formerly Known as Visu Leasing and Finance Private Limited)

Corporate Office:
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Registered Office:
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CIN: U74899MH1991PLC340312
Email: care@incred.com
Contact: 1800-102-2192
Website-www.incred.com

5. Appointment of Mr. Antonius Bruijninx (DIN: 08589813) as a Non-Executive Director of the Company:

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

"RESOLVED THAT pursuant to the (i) provisions of Section 152, 161 and any other applicable provisions of the Companies Act, 2013 ("the Act"), rules made thereunder (including any statutory modification(s) or re-enactments thereof for the time being in force) (ii) the applicable provisions of the Articles of Association of the Company; (iii) the Master Direction - Non-Banking Financial Company - Systemically Important Non Deposit taking Company and Deposit taking Company (Reserve Bank) Directions, 2016, as amended ("RBI Directions"); (iv) all other applicable laws, acts, rules, regulations, guidelines, circulars, directions and notifications; and (v) on the recommendation of the Nomination & Remuneration Committee ("NRC") and approval of the Board of Directors of the Company, Mr. Antonius Bruijninx (DIN: 08589813), who was appointed as an Additional Director of the Company with effect from November 6, 2019 and who holds office up to the date of this Annual General Meeting of the Company and who is eligible for appointment as Non-Executive Director and in respect of whom the Company has received a notice in writing from a Member under the provisions of Section 160 of the Act, proposing his candidature for the office of the Director, be and is hereby appointed as a Non-Executive Director on the Board of the Company, liable to retire by rotation."

**By Order of the Board of Directors
For InCred Financial Services Limited
Sd/**

Date: August 31, 2020

Place: Mumbai

**Nikita Hule
Company Secretary**

NOTES:

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE TWENTY EIGHTH ANNUAL GENERAL MEETING ("AGM") IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE, INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**

Pursuant to the provisions of Section 105 of the Act and Rule 19 of the Companies (Management and Administration) Rules, 2014, a person can act as proxy on behalf of Members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. However, a Member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or Member. The instrument appointing a proxy should, however, be deposited at the Registered Office of the Company not less than forty eight hours before the commencement of the AGM. Further, the proxy holder shall carry a valid proof of identity at the AGM.

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2. Members are requested to intimate change, if any, in their address to the Company at its registered office.
3. Proxy register shall be made available for inspection during the period beginning twenty-four hours before the time fixed for the commencement of the Meeting and ending with the conclusion of the Meeting. Inspection shall be allowed between 9.30 a.m. and 6.00 p.m.
4. The Members are requested to bring their copy of the Annual Report to the AGM.
5. Corporate members intending to send their authorised representative(s) to attend the AGM are requested to send a duly certified copy of the Board Resolution authorising their representative(s) to attend and vote at the AGM.
6. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
7. The Members/ Proxies should fill the Attendance Slip for attending the AGM.
8. All documents referred to in the AGM Notice are available for inspection at the registered office on any working day of the Company, between 9.30 a.m. and 6.00 p.m. from the date of dispatch of the Notice till the conclusion of AGM.
9. Additional information of Directors seeking appointment/re-appointment at the ensuing AGM, as required under Clause 1.2.5 of the Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India, is annexed to the Notice.
10. The Annual Report for the financial year ended March 31, 2020 containing inter-alia the directors' report, auditors' report and the audited financial statements are enclosed.
11. Members seeking any detailed information with regard to accounts are requested to write to the Company at an early date so as to enable the management to keep the information ready

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ANNEXURE TO THE NOTICE

(Statement under Section 102 of the Companies Act, 2013)

Item No.4:

Members are requested to note that based on the recommendation of the Nomination and Remuneration Committee (NRC) and subject to consent of the Members at the general meeting of the Company the Board of Directors had appointed Mr. Deepak Narang (DIN: 03272814) as an Additional Independent Director of the Company, not liable to retire by rotation effective March 4, 2020 for a period of 2 years in accordance with the provisions of Section 149, 152 and 161 of the Companies Act, 2013 ("the Act"). Mr. Narang holds office as a director till the date of this Annual General Meeting.

Members are requested to note that the Company has received consent in writing from Mr. Deepak Narang to act as Non-Executive Independent Director of the Company and declaration(s) and confirmation(s) stating that he meets the criteria of independence as specified in Section 149(6) of the Act and that he is not disqualified from being appointed as a Director of the Company in terms of Section 164 and other provisions of the Act and the circulars, directions, notifications, regulations, guidelines issued by the Reserve Bank of India.

Members are requested to note that in terms of Section 178 of the Act, terms of reference of NRC, RBI Directions and Policy on Selection Criteria / "Fit & Proper" Person Criteria of the Company, the NRC at its meeting held on March 4, 2020 assessed and confirmed the eligibility and "fit & proper" person status for Mr. Deepak Narang for appointment as Non-Executive Independent Director, based on the information, declarations, disclosures and undertakings provided by him.

Members are requested to note that in the opinion of the Board, Mr. Deepak Narang possesses appropriate skill, experience and knowledge relevant to the Company's business, fulfils the condition for appointment as Non-Executive Independent Director as specified in the Act read with rules made thereunder and the RBI Directions, and is independent of the Management.

Brief profile of Mr. Deepak Narang and disclosure(s) / information under the Secretarial Standards on General Meeting issued by the Institute of Company Secretaries of India are set out in Annexure to the AGM Notice.

The Company has received a notice in writing from a Member of the Company in accordance with the provisions of Section 160 of the Act proposing the candidature of Mr. Narang for the office of Independent Director.

The Board is of the view that the Company would greatly benefit from the rich and varied experience of Mr. Narang and accordingly recommends the Ordinary Resolution set forth in Item No.4 of the Notice for approval of the Members.

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Save and except Mr. Narang being the appointee, none of the Directors or Key Managerial Personnel of the Company including their relatives is, in any way interested or concerned in the Resolution except to the extent of their shareholding, if any, in the Company.

Item No.5:

Members are requested to note that based on the recommendation of the Nomination and Remuneration Committee and subject to the consent of the Members at the general meeting of the Company, the Board of Directors on November 6, 2019 had appointed Mr. Antonius Bruijninx (DIN: 08589813) as an Additional Director of the Company who is representing as Investor Director of Nederlandse Financierings-Maatschappij voor Ontwikkelingslanden N.V (FMO) in terms of Shareholders Agreement dated April 11, 2019 entered into between the Company and other investors, liable to retire by rotation in accordance with the provisions of Section 161 of the Companies Act, 2013. Mr. Bruijninx holds office as a director upto the date of this Annual General Meeting.

Members are requested to note that the Company has received consent in writing from Mr. Bruijninx to act as Non-Executive Director of the Company and that he is not disqualified from being appointed as a Director of the Company in terms of Section 164 and other provisions of the Act and the circulars, directions, notifications, regulations, guidelines issued by the Reserve Bank of India.

Members are requested to note that in terms of Section 178 of the Act, terms of reference of NRC, RBI Directions and Policy on Selection Criteria / "Fit & Proper" Person Criteria of the Company, the NRC at its meeting held on November 6, 2019 assessed and confirmed the eligibility and "fit & proper" person status for Mr. Bruijninx for appointment as Non-Executive Director, based on the information, declarations, disclosures and undertakings provided by him.

Brief profile of Mr. Bruijninx and disclosure(s) / information under the Secretarial Standards on General Meeting issued by the Institute of Company Secretaries of India are set out in Annexure to the AGM Notice.

The Company has received a notice in writing from a Member of the Company in accordance with the provisions of Section 160 of the Act proposing the candidature of Mr. Bruijninx for the office of Director.

The Board is of the view that considering the rich and varied experience of Mr. Bruijninx, it would be in the interest of the Company to appoint him as the Director of the Company and his appointment as the Director of the Company would be of immense significance to the Company and accordingly, recommends his appointment to the Members for approval.

The Board recommends the Ordinary Resolution set forth in Item No. 5 of the notice for approval of the Members.

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Save and except Mr. Bruijinckx being the appointee, none of the Directors or Key Managerial Personnel of the Company including their relatives is, in anyway interested or concerned in the Resolution except to the extent of their shareholding, if any, in the Company.

Additional information of Directors seeking appointment/re-appointment at the Twenty Eighth Annual General Meeting pursuant to SS-2:

| Name of the Director | Mr. Vivek Anand | Mr. Deepak Narang | Mr. Antonius Bruijinckx |
|--------------------------------------|--|---|--|
| Date of Birth/age | 30-12-1980 39 years and 8 months | 29-03-1955 65 years and 5 months | 04-11-1963 56 years and 9 months |
| Qualifications | Graduate | M. Sc. (Physics), CAIIB, CFA (Inter) | Post Graduate/Master/Equivalent |
| Date of appointment on the Board | 19-03-2018 | 04-03-2020 | 06-11-2019 |
| Remuneration last Drawn (FY-2019-20) | NA | NA | Rs. 50,000/- |
| Experience/Brief Profile | Vivek Anand has more than 17 years of experience in Banking and Financial Services across Public equities, Private Banking and Asset Management. He spent nearly 11 years with Kotak group before he transitioned out to The Buy side. Vivek Co-Founded Alpha Capital, an investment management firm in 2015 to invest in entrepreneur | Mr. Deepak Narang has more than 40 years of experience in the banking industry and was associated with United Bank of India as an Executive Director during March 2012 to March 2015 (upto his retirement from the bank). Mr. Narang also held charge of the bank from February 2014 to December 2014. Mr. Narang has worked in senior level positions across various capacities in Allahabad Bank, especially in the areas of credit sanctioning and recovery. He was General Manager (credit) for 2 years in Allahabad Bank .Currently, Mr. Narang is an Advisor (Credit & Recovery) to the CSB Bank, Mumbai and is the Non-Executive Chairman of | Mr. Bruijinckx has studied business economics at the University of Rotterdam. Has extensive experience in international banking, having worked in Australia, Vietnam, the US and the Netherlands in various managerial roles, with a focus on structured finance, risk, portfolio management and treasury. From 2003 - 2006 he was a managing director of ABN AMRO Bank N.V., responsible for its European credit portfolio and a member of its principal credit committee. Since 2007 he is active as an entrepreneur and after selling his consultancy business is now applying his experience in consultancy and non- |

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| Name of the Director | Mr. Vivek Anand | Mr. Deepak Narang | Mr. Antonius Bruijninx |
|--|---|--|--|
| | | RARE ARC Ltd. Mr. Narang is also a Director of Mukund Security & Investments Limited and Baroda Trustee India Pvt Ltd | executive roles. |
| Terms and conditions of appointment / reappointment | Liabile to retire by rotation | As per resolution at Item No. 6 of the AGM Notice read with explanatory statement thereto, Mr. Deepak Narang is proposed to be appointed as Non Executive Independent Director of the Company for a second term of 2 (two) years with effect from March 04, 2020 | As per resolution at Item No. 7 of the AGM Notice read with explanatory statement thereto, Mr. Bruijninx is proposed to be appointed as Non Executive Director, liable to retire by rotation |
| Directorship held in other Companies (excluding foreign companies) as on date | - Incred Housing Finance Private Limited - Inara Capital Advisors Private Limited - OAKS Asset Management Private Limited | - Mukund Security & Investment Limited - Baroda Trustee India Private Limited - Rare Asset Reconstruction Limited | Nil |
| Memberships of committees across companies (only Statutory Committees as required to be constituted under the Act considered) | <u>InCred Financial Services Limited</u> Nomination and Remuneration Committee | <u>InCred Financial Services Limited</u> -Audit Committee - Nomination and Remuneration Committee | <u>InCred Financial Services Limited</u> -Audit Committee |
| Shareholding in the Company (Equity) | None | None | None |
| Relationship with other Directors / | None | None | None |

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| Name of the Director | Mr. Vivek Anand | Mr. Deepak Narang | Mr. Antonius Bruijninx |
|--|------------------------|--------------------------|-------------------------------|
| Manager / Key Managerial Personnel | | | |
| Number of Board meetings attended during the FY 2019-20 | 8 out of 9 | N.A* | 1 out of 3 |

* Mr. Deepak Narang was appointed as Independent Directors on March 4, 2020

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Form No. MGT-11

Proxy form

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

| | |
|-----------------------|-------|
| Name of the Member(s) | |
| Registered Address | |
| E-mail Id | |
| Folio No /Client ID | DP ID |

I/We, being the member(s) of _____ shares of the above named company, hereby appoint

| | |
|---------------------------------|------------|
| Name : | E-mail Id: |
| Address: | |
| Signature, or failing him | |
| Name : | E-mail Id: |
| Address: | |
| Signature, or failing him | |

as my/ our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual General Meeting of the company, to be held on Wednesday, September 30, 2020 at 4:00 p.m at Unit No. 1203, 12th floor, B Wing, The Capital Plot No. C - 70, G Block, BKC Mumbai 400051 and at any adjournment thereof in respect of such resolutions as are indicated below:

| Sl. No. | Resolution(s) | Vote | |
|---------|--|------|---------|
| | | For | Against |
| | ORDINARY BUSINESS | | |
| 1. | To consider and adopt the annual audited Standalone financial statements of the Company for the financial year ended March 31, 2020, the reports of the Board of Directors and Auditors thereon. | | |
| 2. | To consider and adopt the Audited Consolidated Financial Statements of the | | |

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| | | | |
|----|---|--|--|
| | Company for the Financial Year ended March 31, 2020 together with the Report of the Auditors thereon. | | |
| 3. | To appoint a Director in place of Mr. Vivek Anand (DIN: 02363239), who retires by rotation and being eligible, offers himself for re-appointment. | | |
| | SPECIAL BUSINESS | | |
| 4. | Appointment of Mr. Deepak Narang (DIN: 03272814) as an Independent Director of the Company. | | |
| 5. | Appointment of Mr. Antonius Bruijninx (DIN: 08589813) as a Non-Executive Director of the Company. | | |

Signed this ____ day of ____ 2020

| |
|-------------------------|
| Affix Revenue Stamps |
|-------------------------|

Signature of Shareholder

Signature of Proxy holder

Signature of the shareholder

across Revenue Stamp

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting

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ATTENDANCE SLIP

PLEASE FILL THE ATTENDANCE SLIP AND HAND IT OVER AT THE
ENTRANCE OF THE MEETING HALL.

Joint shareholders may obtain additional slips on request.

| | |
|------------------|--|
| Master Folio No: | |
|------------------|--|

NAME AND ADDRESS OF SHAREHOLDER: _____

NAME OF PROXYHOLDER: _____

NO. OF SHARES HELD: _____

I hereby record my presence at the Twenty Eighth Annual General Meeting of the Members of InCred Financial Services Limited to be held on Wednesday, September 30, 2020 at 4:00 p.m at the registered office of the company situated at Unit No. 1203, 12th floor, B Wing, The Capital Plot No. C - 70, G Block,BKC Mumbai 400051.

Signature of the Shareholder or Proxy: _____

NOTES:

(1) Members/Proxy holders are requested to produce the attendance slip duly signed for admission to the Meeting hall.

(2) In the case of joint holders, the votes of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the vote of the other joint holders. Seniority shall be determined by the order in which the names stand in the Registers of Members.

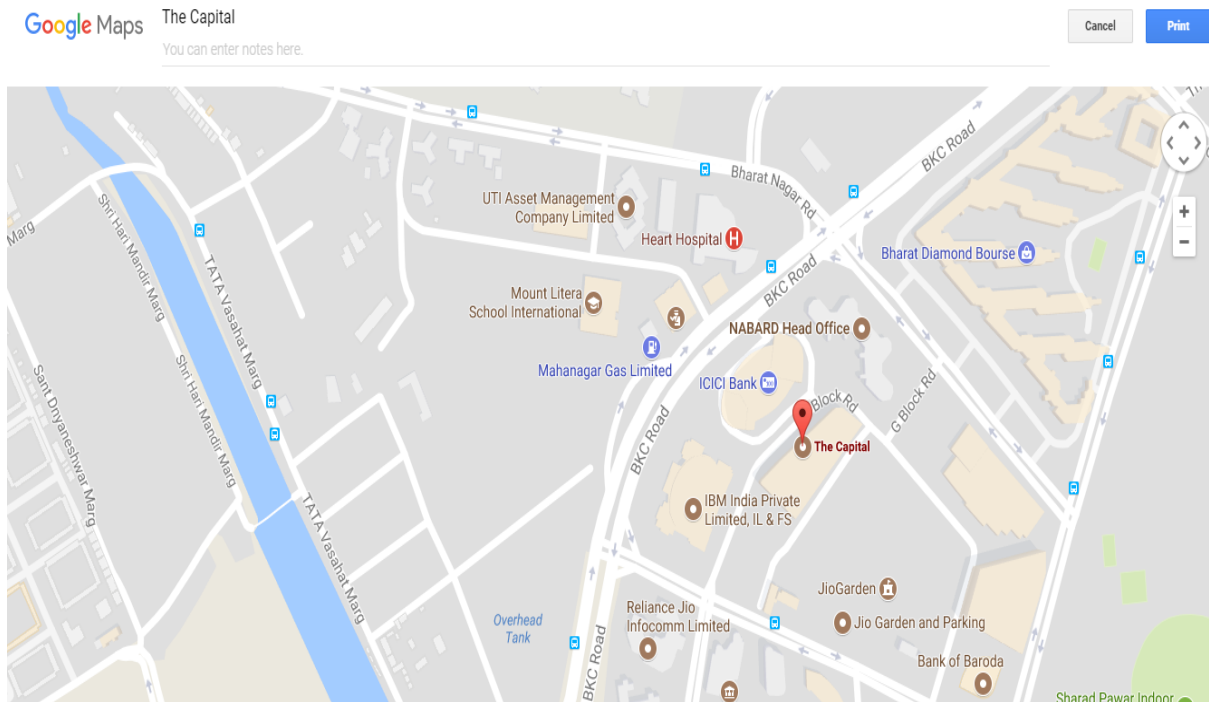
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Route Map for venue of Annual General Meeting



- **InCred Financial Services Limited**

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