



**Reg. Office :** 810, X-Change Plaza, DSCCSL (53E), Block 53, Zone 5, Gift City, Gandhinagar-382355;  
**Corporate Office :** "SIHL House", Opp. Ambawadi Jain Temple, Nr. Nehrunagar Cross Road,  
Ahmedabad-380015 Tel: 079- 4107 2222 Website: www.sihl.in  
CIN: U67120GJ1994PLC023257

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**NOTICE OF 29TH ANNUAL GENERAL MEETING  
OF  
SHAH INVESTOR'S HOME LIMITED**

**Dear Members,**

**You are cordially invited to attend the 29th Annual General Meeting of the Members of Shah Investor's Home Limited ("the Company")** to be held on **Saturday, 09th September 2023 at 11:00 A.M** through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) in accordance with the relevant Circulars issued by the Ministry Of Corporate Affairs to transact the following businesses:

**ORDINARY BUSINESS:**

**Item No. 1:** To receive, consider and adopt the Audited Standalone Financial Statements including Consolidated Financial Statements of the Company for the financial year ended March 31, 2023, together with the Report of the Board of Directors and Auditors thereon.

**Item No. 2:** To re-appoint Mrs. Trupti Utpal Shah (DIN: 02342717) who retire by rotation and being eligible offers herself for re-appointment.

**Item No. 3:** To re-appoint Ms. Preeti Upendra Shah (DIN: 00023083) who retire by rotation and being eligible offers herself for re-appointment.

**Item No. 4:** To confirm the payment of Interim Equity Dividend of Rs. 1/- (Rupee One) per equity share of face value of Re. 10/- each declared for F.Y. 2022-23

**SPECIAL BUSINESS:**

**Item No. 5: To Appoint Mrs. Ruchira Tanmay Shah (DIN- 00943678) as Non- Executive Director in Promoter category.**

To Appoint Additional Non- Executive Director Mrs. Ruchira Tanmay Shah as Non- Executive Director in Promoter category and in this regard 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 provisions of Sections 149, 152, 160 and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), consent of Members of the Company is be and hereby accorded that **Mrs. Ruchira Tanmay Shah (DIN- 00943678)** who was appointed as Additional Non- Executive Director w.e.f 01st December, 2022 by Board of Directors pursuant to Section 161 of the Act and as recommended by Nomination & Remuneration Committee and who holds office only up to Ensuing AGM of the Company be and is hereby appointed as Non- Executive Director of the Company in Promoter category whose period of office will be liable to determination by retirement of rotation on such terms and conditions as decided by the Board."

"RESOLVED FURTHER THAT any Director of the Company, be and is hereby severally authorized to file necessary returns/forms to the Registrar of Companies and to do all such acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid resolution."

**Item No. 6: To Re-designate Mr. Upendra Trikamlal Shah (DIN-00023057) by appointing him as a Whole-time Director designated as Executive Chairman of the Company who has attained 70 years of age from his present designation as a Managing Director**

To Re-designate **Mr. Upendra Trikamlal Shah (DIN-00023057)** and to appoint him as a Whole-time Director designated as Executive Chairman of the Company and in this regard to consider and, if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution:**

“RESOLVED THAT pursuant to the provisions of Section 196, 197,198,203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and Companies (Appointment and Remuneration of Managerial Personnel ) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and the Articles of Association of the Company and on the recommendation of the Nomination and Remuneration Committee and Board of Directors and subject to such other approvals as may be necessary, consent of the Members of the Company be and is hereby accorded for the appointment of Mr. Upendra Trikamlal Shah (DIN : 00023057) as a Whole-time Director designated as Executive Chairman of the Company on attaining the age of 70 years on 12th February 2023 for the period of **3 (three) consecutive years from 01st October, 2023 up to 30th September 2026** (liable to retire by rotation) at an annual remuneration not exceeding Rs. 60 Lacs, with full liberty to the Board of Directors (hereinafter referred to as the “Board” which shall be deemed to include the Nomination & Remuneration Committee of the Board) to revise/ alter/ modify/amend/ change the terms and conditions as may be agreed to by the Board and Mr. Upendra Trikamlal Shah within the applicable provisions of the Companies Act, 2013”

“RESOLVED FURTHER THAT where in any financial year during the tenure of the said Director, the Company has no profits or its profit are inadequate, the remuneration by way of Salary, Benefits, Perquisites and Allowances, Commission as mentioned above from time to time shall be paid as minimum remuneration without any further approval from Shareholders of the company”

“RESOLVED FURTHER THAT the Board of Directors of the Company and / or Company Secretary of the Company be and are hereby jointly and/or severally authorized to do all such acts, deeds, matters, things and sign and file all such papers, documents, forms and writings as may be necessary and incidental to the aforesaid resolution.”

**Item No. 7: To Re-designate Mr. Tanmay Upendra Shah (DIN-00023067) by appointing him as “Managing Director” from his present designation as a Wholetime Director**

To Re-designate **Mr. Tanmay Upendra Shah (DIN-00023067)** and to appoint him as “Managing Director” and in this regard to consider and, if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution:**

“RESOLVED THAT in accordance with the provisions of Sections 196, 197, 198, 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 read with Rules made thereunder [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] (hereinafter collectively referred to as the “Applicable Laws”) and the Articles of Association of the Company and on the recommendation of the Nomination and Remuneration Committee and Board of Directors and subject to such other approvals as may be necessary, **Mr. Tanmay Upendra Shah (DIN-00023067)** who was appointed as Whole time Director of the Company, be and is hereby appointed as Managing Director of the Company for a period of **3 (three) consecutive years commencing from 09th September 2023 (date of AGM )** (liable to retire by rotation) at an annual remuneration not exceeding Rs. 84 Lacs with full liberty to the Board of Directors (hereinafter referred to as the “Board” which shall be deemed to include the Nomination & Remuneration Committee of the Board) to revise/ alter/ modify/ amend/ change the terms and conditions as may be agreed to by the Board and Mr. Tanmay Upendra Shah within the applicable provisions of the Companies Act, 2013.”

“RESOLVED FURTHER THAT where in any financial year during the tenure of the said Managing Director, the Company has no profits or its profit are inadequate, the remuneration by way of Salary, Benefits, Perquisites and Allowances, Commission as mentioned above from time to time shall be paid as minimum remuneration without any further approval from Shareholders of the company”

“RESOLVED FURTHER THAT the Board of Directors of the Company and / or Company Secretary of the Company be and are hereby jointly and/or severally authorized to do all such acts, deeds, matters, things and sign and file all such papers, documents, forms and writings as may be necessary and incidental to the aforesaid resolution.”

**Item No. 8: To Re-Appoint Ms. Preeti Upendra Shah (DIN- 00023083) As Wholetime Director**

To make reappointment of **Ms. Preeti Upendra Shah (DIN- 00023083) as Wholetime Director** and in this regard to consider and, if thought fit, to pass with or without modification, the following resolution as a **Special Resolution:**

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (‘Act’) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, including any statutory modification(s) or re-enactment

thereof for the time being in force, on recommendation of the Nomination and Remuneration Committee and Board of Directors, the approval of the Members be and is hereby accorded for the re-appointment of **Ms. Preeti Upendra Shah (DIN- 00023083) as Wholetime Director** of the Company for a period of **3 (three) consecutive years w.e.f 01st October 2023 up to 30th September 2026** (liable to retire by rotation) at an annual remuneration not exceeding Rs. 84 Lacs with full liberty to the Board of Directors (hereinafter referred to as the "Board" which shall be deemed to include the Nomination & Remuneration Committee of the Board) to revise/ alter/ modify/ amend/ change the terms and conditions as may be agreed to by the Board and Ms. Preeti Upendra Shah within the applicable provisions of the Companies Act, 2013."

"RESOLVED FURTHER THAT where in any financial year during the tenure of the said Director, the Company has no profits or its profit are inadequate, the remuneration by way of Salary, Benefits, Perquisites and Allowances, Commission as mentioned above from time to time shall be paid as minimum remuneration without any further approval from Shareholders of the company"

"RESOLVED FURTHER THAT the Board of Directors of the Company and / or Company Secretary of the Company be and are hereby jointly and/or severally authorized to do all such acts, deeds, matters, things and sign and file all such papers, documents, forms and writings as may be necessary and incidental to the aforesaid resolution."

**Item No. 9: To Re-Appoint Mrs. Trupti Utpal Shah (DIN- 02342717) As Wholetime Director**

To make reappointment of **Mrs. Trupti Utpal Shah (DIN- 02342717) as Wholetime Director** and in this regard to consider and, if thought fit, to pass with or without modification, the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 ('Act') and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, including any statutory modification(s) or re-enactment thereof for the time being in force, on recommendation of the Nomination and Remuneration Committee and Board of Directors, the approval of the Members be and is hereby accorded for the re-appointment of **Mrs. Trupti Utpal Shah (DIN- 02342717) as Wholetime Director** of the Company for a period of **3 (three) consecutive years w.e.f 01st October 2023 up to 30th September 2026** (liable to retire by rotation) at an annual remuneration not exceeding Rs. 84 Lacs with full liberty to the Board of Directors (hereinafter referred to as the "Board" which shall be deemed to include the Nomination & Remuneration Committee of the Board) to revise/ alter/ modify/ amend/ change the terms and conditions as may be agreed to by the Board and Mrs. Trupti Utpal Shah within the applicable provisions of the Companies Act, 2013."

"RESOLVED FURTHER THAT where in any financial year during the tenure of the said Director, the Company has no profits or its profit are inadequate, the remuneration by way of Salary, Benefits, Perquisites and Allowances, Commission as mentioned above from time to time shall be paid as minimum remuneration without any further approval from Shareholders of the company"

"RESOLVED FURTHER THAT the Board of Directors of the Company and / or Company Secretary of the Company be and are hereby jointly and/or severally authorized to do all such acts, deeds, matters, things and sign and file all such papers, documents, forms and writings as may be necessary and incidental to the aforesaid resolution."

Place: Ahmedabad  
Date: 10.08.2023

By Order of the Board of Directors,

**UPENDRA TRIKAMLAL SHAH**  
**Chairman and Managing Director**  
**DIN: 00023057**

Registered Office Address: 810, X-Change Plaza,  
DSCCSL (53E), Block 53, Zone 5,  
Gift City, Gandhinagar 382355  
CIN- U67120GJ1994PLC023257; Website: www.sihl.in

## NOTES:

- a) Pursuant to the General Circular No. 10/2022 dated December 28, 2022, issued by the Ministry of Corporate Affairs (MCA), companies are allowed to hold AGM through VC, without the physical presence of members at a common venue. Hence, in compliance with the Circular, the AGM of the Company is being held through VC.
- b) The proceedings of the AGM will be deemed to be conducted at the Corporate Office of the Company at SIHL House, Opp. Ambawadi Jain Temple, Nehru Nagar Cross Road, Ahmedabad -380015 which shall be deemed venue of the AGM. Since the AGM will be held through VC/OAVM, the Route Map is not annexed in this Notice.
- c) The Notice calling the AGM and the Annual Report has been uploaded on the website of the Company at [www.sihl.in](http://www.sihl.in)
- d) In view of the MCA Circulars, since this meeting is being held through video conferencing, physical attendance of members has been dispensed with. Therefore, appointment of proxies is not applicable. Hence the Proxy Form and Attendance Slip are not annexed to this Notice. However, corporate members are required to send to the Company or RTA, a certified copy of the Board Resolution, pursuant to Section 113 of the Companies Act 2013, authorizing their representative to attend and vote at the Meeting through VC.
- e) The attendance of Members attending AGM through VC/OACM will be counted as Quorum under Section 103 of Companies Act, 2013.
- f) A Statement pursuant to Section 102 of the Companies Act, 2013, setting out all material facts relating to the relevant resolutions of this Notice is annexed herewith and the same should be taken as part of this Notice.
- g) In support of green initiative announced by Government of India, electronic copies of the notice and Annual report are being sent by email to those shareholders whose email ids have been made available to Company/DP unless the member has specifically requested for physical copy. For, members who have not registered their email id, physical copies of Notice and Annual report, will be sent to them in permitted mode. Further, the members who have not registered their email ids, are requested to register the same with their DPs/Company/RTA.
- h) All relevant documents referred to in this Notice requiring the approval of the members at the meeting shall be available for inspection by the Members. Members who wish to inspect the documents are requested to send an email to [company.secretary@sihl.in](mailto:company.secretary@sihl.in) mentioning their name, Folio no. / Client ID and DP ID, and the documents they wish to inspect, with a self-attested copy of their PAN card attached to the email.
- i) Members holding shares in dematerialized form are requested to intimate any change in their address or bank account details (including 9 Digit MICR no., 11 Digit IFSC code no. and core banking account no.) to their respective Depository Participants with whom they are maintaining demat accounts.
- j) Members holding shares in physical form are requested to send an email communication duly signed by all the holder(s) intimating about the change of address immediately to the Company along with the self-attested copy of their PAN Card(s), unsigned copy of the Cheque leaf where an active Bank account is maintained and the copy of the supporting documents evidencing change in address.
- k) Members who wish to claim Dividends, which remain unclaimed, are requested to either correspond with the Corporate Secretarial Department at the Company's Corporate office/ or mail at [company.secretary@sihl.in](mailto:company.secretary@sihl.in) before the due dates. The details of such unclaimed dividends are available on the Company's [website at www.sihl.in](http://www.sihl.in). Members are requested to note that, dividends if not encashed for a period of 7 years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund ("IEPF").

- l) In accordance with the MCA Circulars, the Company shall provide the VC facility to the members for participating in the Meeting. The members are requested to follow the following instructions in order to participate in the Meeting through VC mechanism:
- The login-id and password for joining the meeting has been separately provided along with this Notice
  - The facility for joining the Meeting shall be kept open 15 minutes before the time scheduled to start.
  - Participation of single member shall only be allowed at a time.
  - Members are requested to mail for any Queries on the Accounts and Operations of the Company or the businesses covered under the Notice to [shamik.chokshi@sihl.in](mailto:shamik.chokshi@sihl.in)/[hemant.roy@sihl.in](mailto:hemant.roy@sihl.in) at least seven days in advance of the meeting so that the answers may be made readily available at the meeting;
  - In case of any technical assistance required at the time of log in/ assessing at the Meeting through VC, Members are requested to e-mail at [techsupport@sihl.in](mailto:techsupport@sihl.in) or call at Landline No. 079-4107 2296/97/98/99 or Mobile No. 9327355002.



## **EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF COMPANIES ACT, 2013 (“THE ACT”)**

As required by Section 102 of the Act, the following explanatory statement sets out all material facts relating to the business mentioned under Item No. 5 to 9 of the accompanying Notice.

### **Item No.-5: To Appoint Mrs. Ruchira Tanmay Shah (DIN- 00943678) as Non- Executive Director in Promoter category.**

Board through resolution passed in meeting held on 01st December 2022 pursuant to the recommendations of Nomination & Remuneration Committee, has appointed Mrs. Ruchira Tanmay Shah as Additional Non-Executive Director of the Company up to Ensuing Annual General Meeting.

The Board through Resolution passed in meeting held on 10th August 2023 and pursuant to the recommendations of Nomination & Remuneration Committee, recommended regularization of Mrs. Ruchira Tanmay Shah and to be appointed as Non-Executive Director in Promoter Category, subject to the approval of Members of the Company.

Mrs. Ruchira Tanmay Shah possesses the requisite knowledge, experience and skills for the position of the Director. She has given her consent for the proposed appointment. As per the Company Policy and in pursuant to Section 197 of Companies Act, 2013, Non-Executive Directors may receive remuneration/compensation/commission as decided by the board from time to time.

Brief Profile: Mrs. Ruchira Tanmay Shah holds MBA in Finance from Keller Graduate School of Management. Mrs. Ruchira Shah has specialization in strategic planning and new business initiatives. She brings rich experience and strategies for operational excellence and planning for the benefit of the company.

Brief Profile of Mrs. Ruchira Tanmay Shah seeking Regularization at ensuing Annual General meeting pursuant to Clause 1.2.5 Secretarial Standard II issued by ICSI has been annexed with this Notice as “ANNEXURE 1”.

All the Directors/KMPs of the company or their relatives is considered as concerned and interested in the Resolution except Mr. Bhishmak Manoj Soni, Mr. Amit Lalitkumar Doshi, and Mr. Shamik H. Chokshi (CFO).

The Board recommends the resolution set forth in Item no.5 for the approval of the members as Ordinary resolution.

### **ITEM 6: To Re-designate Mr. Upendra Trikamlal Shah (DIN-00023057) by appointing him as a Whole-time Director designated as Executive Chairman of the Company who has attained 70 years of age from his present designation as a Managing Director**

The Board of Directors, at its meeting held on 10th August 2023, based on the recommendation of the Nomination and Remuneration Committee, appointed Mr. Upendra Trikamlal Shah as a Whole-time Director designated as Executive Chairman of the Company for a period of three years with effect from October 1, 2023, subject to approval of the Members. Prior to his appointment as the Whole-time Director, he was appointed as Managing Director w.e.f 01st October 2011. His current term of appointment as the Managing Director of the Company shall expire on 30th September 2023. The Board of Directors has approved appointment of Mr. Upendra Trikamlal Shah upon the attainment of 70 years of age on 12th February 2023. The Board hereby seeks approval of Members for change in designation and re-appointment of Mr. Upendra Trikamlal Shah by passing Special Resolution.

**Brief profile:** He is Bachelors in Commerce and LLB and is the promoter of the Shah Investor’s Home Limited. With his ultimate management & accounting skills, company’s performance has always shown an upward trend. Under his leadership, the company has been a profitable and dividend paying entity since inception. Considering his knowledge of various aspects relating to the Company’s affairs and long business experience, the Board of Directors is of the opinion that for smooth and efficient running of the business, the services of Mr. Upendra T. Shah should be available to the Company for a further period of 3 years.

Brief Profile of Mr. Upendra Trikamlal Shah seeking appointment at ensuing Annual General meeting pursuant to

Clause 1.2.5 Secretarial Standard II issued by ICSI and under Schedule V of Companies Act 2013 has been annexed with this Notice as “ANNEXURE 1” and “ANNEXURE 2” respectively.

A copy of the draft letter for the reappointment setting out the terms and conditions is available for inspection by the members during normal business hours on working days.

All the Directors/KMPs of the company or their relatives is considered as concerned and interested in the Resolution except Mr. Bishmak Manoj Soni, Mr. Amit Lalitkumar Doshi, and Mr. Shamik H. Chokshi (CFO).

The Board recommends the resolution set forth in Item no.6 for the approval of the members as Special resolution.

**ITEM 7: To Re-designate Mr. Tanmay Upendra Shah (DIN-00023067) by appointing him as “Managing Director” from his present designation as a Wholetime Director**

The Board of Directors, at its meeting held on 10th August 2023, based on the recommendation of the Nomination and Remuneration Committee, appointed Mr. Tanmay Upendra Shah as Managing Director (“MD”) of the Company, for a period of three years commencing from 09th September 2023 (date of AGM ), subject to approval of the Members. Prior to his appointment as the MD, Mr. Tanmay Upendra Shah was appointed as Wholetime Director W.e.f. 01st December 2020. The Board hereby seeks approval of Members for change in designation of Mr. Tanmay Upendra Shah by passing Special Resolution.

**Brief profile:** Mr. Tanmay Upendra Shah is Bachelors in Commerce. He has actively contributed to the growth of SIHL and group companies over the last many years. He has played key roles in brand building and strategy development for the growth of the company. The logo of the company was his creation and the brand SIHL became household name in Gujarat due to his initiatives. He has been instrumental in setting up institutional trading business vertical in Mumbai. Under his leadership, the Equity Research Dept. has provided great investment insights for the company’s proprietary as well as advisory portfolios. He is the driving force behind identifying highly profitable investment ideas with limited downside.

Brief Profile of Mr. Tanmay Upendra Shah seeking appointment at ensuing Annual General meeting pursuant to Clause 1.2.5 Secretarial Standard II issued by ICSI and under Schedule V of Companies Act 2013 has been annexed with this Notice as “ANNEXURE 1” and “ANNEXURE 2” respectively.

A copy of the draft letter for the reappointment setting out the terms and conditions is available for inspection by the members during normal business hours on working days.

All the Directors/KMPs of the company or their relatives is considered as concerned and interested in the Resolution except Mr. Bishmak Manoj Soni, Mr. Amit Lalitkumar Doshi and Mr. Shamik H. Chokshi (CFO).

The Board recommends the resolution set forth in Item no.7 for the approval of the members as Special resolution.

**ITEM 8: To Re-Appoint Ms. Preeti Upendra Shah (DIN- 00023083) As Wholetime Director**

On the recommendation of Nomination and Remuneration Committee, the Board of Directors in their meeting held on 10th August 2023 has approved re-appointment of Ms. Preeti Upendra Shah (DIN- 00023083) as Wholetime Director for the period of 3 years w.e.f. 1st October 2023 up to 30th September 2026 on such remuneration as decided.

With her vast experience and knowledge for functionality and regulation of Indian financial markets, which ensures company with utmost integrity and compliance, the board of Directors on the recommendation of Nomination and Remuneration Committee has approved reappointment subject to member’s approval.

Brief Profile of Ms. Preeti Upendra Shah seeking re-appointment at ensuing Annual General meeting pursuant to Clause 1.2.5 Secretarial Standard II issued by ICSI and under Schedule V of Companies Act 2013 has been annexed with this Notice as “ANNEXURE 1” and “ANNEXURE 2” respectively.

A copy of the draft letter for the reappointment setting out the terms and conditions is available for inspection by the members during normal business hours on working days.

All the Directors/KMPs of the company or their relatives is considered as concerned and interested in the Resolution except Mr. Bhishmak Manoj Soni, Mr. Amit Lalitkumar Doshi, and Mr. Shamik H. Chokshi (CFO).

The Board recommends the resolution set forth in Item no.8 for the approval of the members as Special resolution.

**ITEM 9: To Re-Appoint Mrs. Trupti Utpal Shah (DIN- 02342717) As Wholetime Director**

On the recommendation of Nomination and Remuneration Committee, the Board of Directors in their meeting held on 10th August 2023 has approved re-appointment of Mrs. Trupti Utpal Shah (DIN- 02342717) as Wholetime Director for the period of 3 years w.e.f. 1st October, 2023 up to 30th September 2026 on such remuneration as decided.

Mrs. Trupti U. Shah was appointed as a Director since 2008, with her vast knowledge in human resources and software development solutions, the Board of Directors on the recommendation of Nomination and Remuneration Committee has approved reappointment subject to member's approval.

Brief Profile of Mrs. Trupti U. Shah seeking re-appointment at ensuing Annual General meeting pursuant to Clause 1.2.5 Secretarial Standard II issued by ICSI and under Schedule V of Companies Act 2013 has been annexed with this Notice as "ANNEXURE 1" and "ANNEXURE 2" respectively.

A copy of the draft letter for the reappointment setting out the terms and conditions is available for inspection by the members during normal business hours on working days.

All the Directors/KMPs of the company or their relatives is considered as concerned and interested in the Resolution except Mr. Bhishmak Manoj Soni, Mr. Amit Lalitkumar Doshi, and Mr. Shamik H. Chokshi (CFO).

The Board recommends the resolution set forth in Item no.9 for the approval of the members as Special resolution.



**ANNEXURE-1**  
**Details of Director seeking Appointment/ Re-appointment**  
**(Pursuant to Clause 1.2.5 of SS - 2 - Secretarial Standard on General Meetings)**

Name of the Director	Mrs. Ruchira T. Shah	Mr. Upendra T. Shah	Mr. Tanmay U. Shah	Ms. Preeti U. Shah	Mrs. Trupti U. Shah
DIN	00943678	00023057	00023067	00023083	02342717
D.O.B & Age	08/08/1982 (41 years)	21/02/1953 (70 years)	10/10/1980 (42 years)	29/05/1977 (46 years)	03/01/1976 (47 years)
Nationality	India	India	India	India	USA
Date of appointment	01/12/2022	12/10/1994	01/12/2020	01/10/1997	01/07/2008
Qualifications	MBA in Finance	Bachelors in Commerce and LLB	Bachelors in Commerce	Company Secretary (CS)	BE in Mechanical Engineering, MS in Computer Engineering
Experience and Expertise	She has specialization in strategic planning and new business initiatives She brings rich experience and strategies for operational excellence and planning for the benefit of the company.	He started his career into stock market since 1980. He has rich experience of more than 36 years in the business. With his ultimate management & accounting skills, company's performance has always shown an upward trend.	He has joined the company in the year 2003 and has actively contributed to the growth of SIHL over the last 14 years. He has played key roles in brand building and strategy development for the growth of the company.	She has rich experience of more than 17 years in financial consultancy, functionality and regulation of Indian financial markets, advisory and legal and Compliance.	She joined the Board in 2008 and is presently looking after HR, employee training, and software development aspects. She is responsible for bringing about large scale improvements in employee communication, teamwork and customer satisfaction at the company.
Number of Meetings of the Board attended during the year	02 out of 03	10 out of 10	10 out of 10	05 out of 10	10 out of 10
Shareholding in SIHL	4,80,000 shares (3.05%)	39,50,000 shares (25.07%)	18,05,000 shares (11.46%)	13,15,000 Shares (8.35%)	4,50,000 Shares (2.86%)
List of Directorship / Membership / Chairmanship of Committees of other Board	1. SIHL Fincap Limited 2. SIHL Strategic Advisors Private Limited 3. SIHL Commodities Limited	1. SIHL Consultancy Limited	1. SIHL Fincap Limited 2. SIHL Consultancy Limited 3. SIHL Strategic Advisors Private Limited 4. SIHL Commodities Limited	1. SIHL Fincap Limited 2. SIHL Consultancy Limited 3. SIHL Strategic Advisors Private Limited	1. SIHL Consultancy Limited 2. Infinium Mines And Minerals Private Limited

Name of the Director	Mrs. Ruchira T. Shah	Mr. Upendra T. Shah	Mr. Tanmay U. Shah	Ms. Preeti U. Shah	Mrs. Trupti U. Shah
			5. SIHL Global Investments (IFSC) Private Limited 6. Ficus Food Lab Private Limited		
Terms and Conditions of appointment/re-appointment along with details of remuneration sought to be paid and remuneration last drawn by such person	T&C : As set out in Appointment Letter Remuneration sought to be paid: As set out in Appointment Letter Last Remuneration drawn: NIL	T&C : As set out in Appointment Letter Remuneration sought to be paid: Not exceeding Rs. 60 Lacs p.a. Last Remuneration drawn: Rs. 55,08,000 p.a. (F.Y 2022-23)	T&C : As set out in Appointment Letter Remuneration sought to be paid: Not exceeding Rs. 84 Lacs p.a. Last Remuneration drawn: Rs. 60,00,000 p.a. (F.Y 2022-23)	T&C : As set out in Appointment Letter Remuneration sought to be paid: Not exceeding Rs. 84 Lacs p.a. Last Remuneration drawn: Rs. 48,00,000 p.a. (F.Y 2022-23)	T&C : As set out in Appointment Letter Remuneration sought to be paid: Not exceeding Rs. 84 Lacs p.a. Last Remuneration drawn: Rs. 48,00,000 p.a. (F.Y 2022-23)
Relationship with other Directors	Yes	Yes	Yes	Yes	Yes

**ANNEXURE 2**  
**STATEMENT OF PARTICULARS OF DIRECTORS SEEKING RE-APPOINTMENT**  
**(PURSUANT TO SCHEDULE-V OF THE COMPANIES ACT, 2013)**

**I. GENERAL INFORMATION**

Particulars	Mr. Upendra T. Shah	Mr. Tanmay U. Shah	Ms. Preeti U. Shah	Mrs. Trupti U. Shah
Nature of industry	Financial services relating to retail, institutional broking and depository services.			
Date or expected date of commencement of commercial Production	Since Incorporation			
In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	N.A			
Financial performance based on given indicators	In the Financial Year 2022-23, the Company made a turnover of 41.51 Crores and Profit of 10.11 Crores after tax.			
Export performance and net foreign exchange collections	N.A			
Foreign Investments or collaborators, if any.	N.A			

## II. INFORMATION ABOUT THE APPOINTEE

Particulars	Mr. Upendra T. Shah	Mr. Tanmay U. Shah	Ms. Preeti U. Shah	Mrs. Trupti U. Shah
Background Details	Mr. Upendra T. Shah is promoter of SIHL. He entered into the business of stock broking by taking membership of ASE in 1980 for his proprietary firm. He formed SIHL in October 1994 with a goal to serve investors in transparent manner and provide all financial services under one roof.	Mr. Tanmay U. Shah has joined the company in the year 2003 and has actively contributed to the growth of SIHL over the last 14 years. He has played key roles in brand building and strategy development for the growth of the company.	Ms. Preeti U. Shah is CS by profession and has rich experience of more than 18 years in financial consultancy, compliance and legal services. She is overseeing all legal and compliance tasks.	Mrs. Trupti U. Shah holds BE in Mechanical Engineering from Gujarat University and MS in Computer Engineering from Florida Atlantic University, USA. Before joining to Shah Investor's Home Limited, she worked with Intel Corporation, USA for 4 years.
Past remuneration	Rs. 55,08,000 p.a. (F.Y 2022-23)	Rs.60,00,000 p.a. (F.Y 2022-23)	Rs. 48,00,000 p.a. (F.Y 2022-23)	Rs. 48,00,000 p.a. (F.Y 2022-23)
Recognition or awards	No	No	No	No
Job profile and his suitability	His enriched experience, appreciable contribution and enlarged leadership	Contribution in brand building and strategy development for the growth of the company	Rich experience in handling legal as well as operational and financial aspects	Contribution in Large scale improvements in employee communication, teamwork and customer satisfaction and operational processes at the company.
Remuneration proposed	As set out in Explanatory Statement			
Comparative remuneration profile with respect to industry, size of the company, profile of the position and person	The remuneration proposed is within the maximum permissible remuneration as per Schedule V of the Companies Act, 2013 which is comparable with the Companies of the same size and profitability			
Pecuniary relationship directly or indirectly with the Company personnel, if any	Related except Mr. Bishmak Manojbhai Soni, Mr. Amit Lalitkumar Doshi and Mr. Shamik H. Chokshi.			

## III. OTHER INFORMATION

Particulars	Mr. Upendra T. Shah	Mr. Tanmay U. Shah	Ms. Preeti U. Shah	Mrs. Trupti U. Shah
Reason of loss or inadequate profits	In F.Y 2022-23, the company has made profits of 10.11 Crores after tax.			
Steps taken or proposed to be taken for improvement	The Company has made various strategies for improvement in profitability			
Expected increase in the productivity and profits in measurable terms	It is difficult to forecast the productivity and profitability in measurable terms. However, the Company expects that it may improve and would be comparable with the industry average.			