

## NOTICE

**Shorter Notice** is hereby given that the **(SKL/2024-2025/EGM-I) EXTRA-ORDINARY GENERAL MEETING** of the shareholders of **SHAREKHAN LIMITED** will be held on **Wednesday, November 27, 2024** at the registered office of the Company situated at The Ruby, 18<sup>th</sup> Floor, 29 Senapati Bapat Marg, Dadar (West), Mumbai, Maharashtra, India – 400028 at **9:30 p.m.** to transact the following business:

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### **SPECIAL BUSINESS:**

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

**To regularize the appointment of Mr. Swarup Anand Mohanty (DIN: 07435705) as a Director of the Company: -**

**“RESOLVED THAT** pursuant to the provisions of Section 152 and Section 161 of the Companies Act, 2013 (*hereinafter referred as “the Act”*) and other applicable provisions, if any, read with the Companies (Appointment and Qualification of Directors) Rules, 2014, (*including any statutory modification or amendment thereto or re-enactment thereof for the time being in force*) and based on the recommendation of Nomination & Remuneration Committee and Board of Directors, Mr. Swarup Anand Mohanty (DIN: 07435705) who was appointed as an Additional Director of the Company with effect from November 27, 2024 in terms of Section 161(1) of the Companies Act, 2013 and Article of Association of the Company, the consent of the Shareholders be and is hereby accorded to appoint Mr. Swarup Anand Mohanty (DIN: 07435705) as a Director (Non- Executive Category) of the Company, who shall be liable to retire by rotation.”

**“RESOLVED FURTHER THAT** any One of the Directors / Chief Executive Officer / Chief Financial Officer and/or Company Secretary of the Company, be and are hereby severally authorized to sign and execute the application letter(s) and other documents for approval/ intimations to any relevant authorities or such other statutory authorities, as the case may be and intimate the same and file Form DIR-12 and other requisite e-form(s) being necessary intimation of the above referred appointment of Directors on Ministry of Corporate Affairs (“MCA”) website, make entries as appropriate in the registers of the Company and also to do all acts, matters, deeds and things and to execute all documents, applications, and returns and to take all steps and do all things and give such directions as may be required necessary, expedient or desirable for giving effect to the aforesaid resolution.”

**“RESOLVED FURTHER THAT** any One of the Directors / Chief Executive Officer / Chief Financial Officer and/or Company Secretary of the Company be and is hereby authorized to certify a copy of the aforesaid resolution and to furnish to such persons, parties or authorities as may be necessary from time to time to give effect to the aforesaid resolution.”

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

**To regularize the appointment of Mr. Jisang Yoo (DIN: 05266340) as a Director of the Company: -**

**“RESOLVED THAT** pursuant to the provisions of Section 152, Section 161 and Section 196 of the Companies Act, 2013 (*hereinafter referred as “the Act”*) and other applicable provisions, if any, read with the Companies (Appointment and Qualification of Directors) Rules, 2014, (*including any statutory modification or amendment thereto or re-enactment thereof for the time being in force*) and based on the recommendation of Nomination & Remuneration Committee and Board of Directors, Mr. Jisang Yoo (DIN: 05266340) who was appointed as an Additional Director of the Company with effect from November 27, 2024 in terms of Section 161(1) of the Companies Act, 2013 and Article of Association of the Company, the consent of the Shareholders be and is hereby accorded to appoint Mr. Jisang Yoo (DIN: 05266340) as a Director (Executive Category) of the Company on honorary basis on such terms and conditions as agreed between the Board and

Mr. Jisang Yoo, for a period of Five years with effect from November 27, 2024, who shall be liable to retire by rotation.”

**“RESOLVED FURTHER THAT** any One of the Directors / Chief Executive Officer / Chief Financial Officer and/or Company Secretary of the Company, be and are hereby severally authorized to sign and execute the application letter(s) and other documents for approval/ intimations to any relevant authorities or such other statutory authorities, as the case may be and intimate the same and file Form DIR-12 and other requisite e-form(s) being necessary intimation of the above referred appointment of Directors on Ministry of Corporate Affairs (“MCA”) website, make entries as appropriate in the registers of the Company and also to do all acts, matters, deeds and things and to execute all documents, applications, and returns and to take all steps and do all things and give such directions as may be required necessary, expedient or desirable for giving effect to the aforesaid resolution.”

**“RESOLVED FURTHER THAT** any One of the Directors / Chief Executive Officer / Chief Financial Officer and/or Company Secretary of the Company be and is hereby authorized to certify a copy of the aforesaid resolution and to furnish to such persons, parties or authorities as may be necessary from time to time to give effect to the aforesaid resolution.”

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

**To regularize the appointment of Ms. Hyeon Hee Han (DIN: 10602958) as a Director of the Company:**  
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**“RESOLVED THAT** pursuant to the provisions of Section 152 and Section 161 of the Companies Act, 2013 (*hereinafter referred as “the Act”*) and other applicable provisions, if any, read with the Companies (Appointment and Qualification of Directors) Rules, 2014, (*including any statutory modification or amendment thereto or re-enactment thereof for the time being in force*) and based on the recommendation of Nomination & Remuneration Committee and Board of Directors, Ms. Hyeon Hee Han (DIN: 10602958) who was appointed as an Additional Director of the Company with effect from November 27, 2024 in terms of Section 161(1) of the Companies Act, 2013 and Article of Association of the Company, the consent of the Shareholders be and is hereby accorded to appoint Ms. Hyeon Hee Han (DIN: 10602958) as a Director (Non-Executive Category) of the Company, who shall be liable to retire by rotation.”

**“RESOLVED FURTHER THAT** any One of the Directors / Chief Executive Officer / Chief Financial Officer and/or Company Secretary of the Company, be and are hereby severally authorized to sign and execute the application letter(s) and other documents for approval/ intimations to any relevant authorities or such other statutory authorities, as the case may be and intimate the same and file Form DIR-12 and other requisite e-form(s) being necessary intimation of the above referred appointment of Directors on Ministry of Corporate Affairs (“MCA”) website, make entries as appropriate in the registers of the Company and also to do all acts, matters, deeds and things and to execute all documents, applications, and returns and to take all steps and do all things and give such directions as may be required necessary, expedient or desirable for giving effect to the aforesaid resolution.”

**“RESOLVED FURTHER THAT** any One of the Directors / Chief Executive Officer / Chief Financial Officer and/or Company Secretary of the Company be and is hereby authorized to certify a copy of the aforesaid resolution and to furnish to such persons, parties or authorities as may be necessary from time to time to give effect to the aforesaid resolution.”

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

**To regularize the appointment of Mr. Jung Ho Rhee (DIN: 10615150) as a Director of the Company: -**

**“RESOLVED THAT** pursuant to the provisions of Section 152 and Section 161 of the Companies Act, 2013 (*hereinafter referred as “the Act”*) and other applicable provisions, if any, read with the Companies (Appointment and Qualification of Directors) Rules, 2014, (*including any statutory modification or amendment thereto or re-enactment thereof for the time being in force*) and based on the recommendation of Nomination & Remuneration Committee and Board of Directors, Mr. Jung Ho Rhee (DIN: 10615150) who was appointed as an Additional Director of the Company with effect from November 27, 2024 in terms of Section 161(1) of the Companies Act, 2013 and Article of Association of the Company, the consent of the Shareholders be and is hereby accorded to appoint Mr. Jung Ho Rhee (DIN: 10615150) as a Director (Non-Executive Category) of the Company, who shall be liable to retire by rotation.”

**“RESOLVED FURTHER THAT** any One of the Directors / Chief Executive Officer / Chief Financial Officer and/or Company Secretary of the Company, be and are hereby severally authorized to sign and execute the application letter(s) and other documents for approval/ intimations to any relevant authorities or such other statutory authorities, as the case may be and intimate the same and file Form DIR-12 and other requisite e-form(s) being necessary intimation of the above referred appointment of Directors on Ministry of Corporate Affairs (“MCA”) website, make entries as appropriate in the registers of the Company and also to do all acts, matters, deeds and things and to execute all documents, applications, and returns and to take all steps and do all things and give such directions as may be required necessary, expedient or desirable for giving effect to the aforesaid resolution.”

**“RESOLVED FURTHER THAT** any One of the Directors / Chief Executive Officer / Chief Financial Officer and/or Company Secretary of the Company be and is hereby authorized to certify a copy of the aforesaid resolution and to furnish to such persons, parties or authorities as may be necessary from time to time to give effect to the aforesaid resolution.”

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

**To regularize the appointment of Mr. Yogesh Chadha (DIN: 01681680) as an Independent Director of the Company: -**

**“RESOLVED THAT** based on the recommendation of nomination and remuneration committee and Board of Directors of the Company and pursuant to the provisions of Section 149, 152 and Section 161 read with Schedule IV and other applicable provisions, if any, read with Companies (Appointment and Qualification of Directors) Rules, 2014 (*including any statutory modification(s) or re-enactment thereof for the time being in force*) and other applicable provisions of its rules, if any, of the Companies Act, 2013 (*hereinafter referred as “Act”*), Mr. Yogesh Chadha (DIN: 01681680), who was appointed as an Additional Director (Non-Executive and Independent category) by the Board of Directors w.e.f. November 27, 2024 and who has submitted a declaration that he meets the criteria for independence as provided under Section 149(6) of the Act, and is eligible for appointment, the consent of the shareholders be and is hereby accorded to appoint Mr. Yogesh Chadha (DIN: 01681680) as an Independent Director (Non- Executive Category) of the Company to hold office for a term up to 5 consecutive years with effect from November 27, 2024 till November 26, 2029, and that he shall not be liable to retire by rotation.”

**“RESOLVED FURTHER THAT** any One of the Directors / Chief Executive Officer / Chief Financial Officer and/or Company Secretary of the Company, be and are hereby severally authorized to sign and execute the application letter(s) and other documents for approval/ intimations to any relevant authorities or such other statutory authorities, as the case may be and intimate the same and file Form DIR-12 and other requisite e-form(s) being necessary intimation of the above referred appointment of Directors on Ministry of Corporate Affairs (“MCA”) website, make entries as appropriate in the registers of the Company and also to do all acts, matters, deeds and things and to execute all documents, applications, and returns and to take all steps and do all things and give such directions as may be required necessary, expedient or desirable for giving effect to the aforesaid resolution.”

**“RESOLVED FURTHER THAT** any One of the Directors / Chief Executive Officer / Chief Financial Officer and/or Company Secretary of the Company be and is hereby authorized to certify a copy of the aforesaid resolution and to furnish to such persons, parties or authorities as may be necessary from time to time to give effect to the aforesaid resolution.”

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

**To regularize the appointment of Mr. Pradeep Udhas (DIN: 02207112) as an Independent Director of the Company: -**

**“RESOLVED THAT** based on the recommendation of nomination and remuneration committee and Board of Directors of the Company and pursuant to the provisions of Section 149, 152 and Section 161 read with Schedule IV and other applicable provisions, if any, read with Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and other applicable provisions of its rules, if any, of the Companies Act, 2013 (hereinafter referred as “Act”), Mr. Pradeep Udhas (DIN: 02207112), who was appointed as an Additional Director (Non-Executive and Independent category) by the Board of Directors w.e.f. November 27, 2024 and who has submitted a declaration that he meets the criteria for independence as provided under Section 149(6) of the Act, and is eligible for appointment, the consent of the shareholders be and is hereby accorded to appoint Mr. Pradeep Udhas (DIN: 02207112) as an Independent Director (Non- Executive Category) of the Company to hold office for a term up to 5 consecutive years with effect from November 27, 2024 till November 26, 2029, and that he shall not be liable to retire by rotation.”

**“RESOLVED FURTHER THAT** any One of the Directors / Chief Executive Officer / Chief Financial Officer and/or Company Secretary of the Company, be and are hereby severally authorized to sign and execute the application letter(s) and other documents for approval/ intimations to any relevant authorities or such other statutory authorities, as the case may be and intimate the same and file Form DIR-12 and other requisite e-form(s) being necessary intimation of the above referred appointment of Directors on Ministry of Corporate Affairs (“MCA”) website, make entries as appropriate in the registers of the Company and also to do all acts, matters, deeds and things and to execute all documents, applications, and returns and to take all steps and do all things and give such directions as may be required necessary, expedient or desirable for giving effect to the aforesaid resolution.”

**“RESOLVED FURTHER THAT** any One of the Directors / Chief Executive Officer / Chief Financial Officer and/or Company Secretary of the Company be and is hereby authorized to certify a copy of the aforesaid resolution and to furnish to such persons, parties or authorities as may be necessary from time to time to give effect to the aforesaid resolution.”

**By Order of the Board of Directors of  
Sharekhan Limited**

*Sd/-*  
**Jaideep Arora**  
*Whole Time Director*  
**DIN: 00056252**  
Date: November 27, 2024  
Place: Mumbai

**Registered Office:**

The Ruby, 18<sup>th</sup> Floor, 29 Senapati Bapat Marg,  
Dadar (West), Mumbai – 400 028,  
Maharashtra, INDIA

**CIN: U99999MH1995PLC087498**

**Tel No: 022 - 6750 2000; Fax: 022 – 2432 7343**

**Website: [www.sharekhan.com](http://www.sharekhan.com) Email: [sk.investors@sharekhan.com](mailto:sk.investors@sharekhan.com)**

## NOTES:

- a. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND ON A POLL, TO VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in aggregate not more than ten percent of total share capital of the Company carrying voting rights. A member holding more than ten percent, of 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 member.**
- b. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution/Power of Attorney authorizing their representatives to attend and vote on their behalf at the meeting.
- c. Any instrument appointing a proxy or proxies should be deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.
- d. Members attending the Extra-Ordinary General Meeting (EGM) of the Company are requested to hand over the enclosed Attendance Slip, duly filled in and signed in accordance with their specimen signatures registered with the Company for admission to the EGM hall.
- e. Queries proposed to be raised at the Extra-Ordinary General Meeting may be sent to the Company at its registered office at least seven days prior to the date of Extra-Ordinary General Meeting to enable the management to compile the relevant information to reply the same in the meeting.
- f. 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.
- g. Relevant documents referred to in the accompanying Notice and the Statement are open for inspection by the members at the Registered Office of the Company on all working days, during business hours up to the date of the Meeting.
- h. A Statement pursuant to Section 102 of the Companies Act, 2013, relating to the Special Business to be transacted at the Meeting is annexed hereto.

## **EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**

### **Item 1, 2, 3 & 4:**

Member(s) may note that, pursuant to the direct change in control of the Company by way of sale of 72.76% of the paid-up share capital of the Company, by BNP Paribas S.A. (“**Seller**”) to Mirae Asset Capital Markets (India) Pvt. Ltd. (“**MACM**”) and pursuant to the share purchase agreement dated December 13, 2023, executed by and between the Seller, Human Value Developers Private Limited, the Company, Mirae Asset Securities Co., Ltd., (“**MAS**”) and MACM (*MAS and MACM are collectively referred to as the “Purchasers”*), The Board of Directors of the Company was re-constituted with the various individuals nominated by the purchases as the members of the Board.

Based on the recommendation of Nomination and Remuneration Committee 2024 and pursuant to the approval of the Board of Directors Mr. Swarup Anand Mohanty (DIN: 07435705), Mr. Jisang Yoo (DIN: 05266340), Ms. Hyeon Hee Han (DIN: 10602958) and Mr. Jung Ho Rhee (DIN: 10615150) were appointed as an Additional Directors on the Board of the Company w.e.f. November 27, 2024, subject to the approval of the shareholders through an Ordinary resolution, in accordance with the provisions of Section 161 of the Companies Act, 2013 till the conclusion of ensuing Annual General Meeting.

In the opinion of the Board, Mr. Swarup Anand Mohanty (DIN: 07435705), Mr. Jisang Yoo (DIN: 05266340), Ms. Hyeon Hee Han (DIN: 10602958) and Mr. Jung Ho Rhee (DIN: 10615150) fulfills the condition specified in the Companies Act, 2013 and Rules made there under for their appointment as Director of the Company. A brief profile of Mr. Swarup Anand Mohanty (DIN: 07435705), Mr. Jisang Yoo (DIN: 05266340), Ms. Hyeon Hee Han (DIN: 10602958) and Mr. Jung Ho Rhee (DIN: 10615150) is attached hereunder.

The Company has received from Mr. Swarup Anand Mohanty (DIN: 07435705), Mr. Jisang Yoo (DIN: 05266340), Ms. Hyeon Hee Han (DIN: 10602958) and Mr. Jung Ho Rhee (DIN: 10615150) (i) consents in writing to act as Directors in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules, 2014, (ii) intimation in Form DIR-8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that they are not disqualified under Section 164(2) of the Act. They do not hold any shares of equity in the Company.

Your Directors recommends the resolution set out at Item No. 1, 2, 3, & 4 of this Notice, to be passed as an Ordinary Resolution by the members.

Mr. Swarup Anand Mohanty (DIN: 07435705), Mr. Jisang Yoo (DIN: 05266340), Ms. Hyeon Hee Han (DIN: 10602958) and Mr. Jung Ho Rhee (DIN: 10615150) deemed to be interested in the resolution relating to their appointment. None of the Promoters, other Directors, and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise in the resolutions set out in the Item No.1, 2, 3, & 4 of this Notice.

**The brief particulars/ resume and other information of Mr. Swarup Anand Mohanty (DIN: 07435705) as per Secretarial Standard - 2 are provided herein below:**

Particulars	<b>Mr. Swarup Anand Mohanty</b>
Date of Birth (Age)	11/06/1970
Nationality	Indian
Date of first appointment on Company’s Board	November 27, 2024
DIN	07435705
Shareholding in the Company	Nil
Qualifications and Experience	<b>Qualification:</b> PGDBM, B.Com (Hons)  <b>Experience:</b> Mr. Swarup Anand Mohanty is the Vice Chairman and Chief Executive Officer

	<p>(CEO) of Mirae Asset Investment Managers (India) Private Limited.</p> <p>He is overall responsible for the India AMC. He has been associated with the AMC as Head – Sales since July 2011. Prior to this assignment, Mr. Mohanty was National Sales Head - Retail, India with Religare Asset Management Co. Ltd. He has also been associated with organizations like Aditya Birla Sun Life AMC Ltd., Franklin Templeton Asset Management (India) Pvt. Ltd. &amp; Kotak Mahindra Asset Management Company Ltd. in sales responsibilities.</p>
Nature of expertise in specific functional areas	More than 29 years of experience in the field of financial services including 20 years plus experience in Asset Management, Sales.
Terms and conditions of appointment or re appointment	Appointment as Non-Executive Director, liable to retire by rotation.
Details of remuneration sought to be paid	Nil
Remuneration last drawn	Nil
List of other Companies in which he holds Directorship	<ol style="list-style-type: none"> <li>1. Mirae Asset Capital Markets (India) Private Limited</li> <li>2. Mirae Asset Logistics Park I Private Limited</li> <li>3. Global X Investment Managers (India) Private Limited</li> <li>4. Mirae Asset Global Investments (India) Private Limited</li> <li>5. Mirae Asset Venture Investments (India) Private Limited</li> <li>6. Mirae Asset Investment Managers (India) Private Limited</li> <li>7. Association of Mutual Funds in India</li> </ol>
Number of meetings of Board attended during the FY 2024-25	N.A.
Chairman/ Member of the Committee(s) of the Board in which he is a director also	N.A.
Relationship, if any, with other Directors, Managers and Key Managerial Personnel	Nil

**The brief particulars/ resume and other information of Mr. Jisang Yoo (DIN: 05266340) as per Secretarial Standard - 2 are provided herein below:**

Particulars	Mr. Jisang Yoo
Date of Birth (Age)	29/05/1974
Nationality	South Korea
Date of first appointment on Company's Board	November 27, 2024
DIN	05266340
Shareholding in the Company	Nil
Qualifications and Experience	<p><b>Qualification:</b> Graduate in Business Administration with MBA</p> <p><b>Experience:</b> Mr. Yoo is Chief Executive Officer of Mirae Asset Capital Markets (India) Private Limited from January 2021. In his</p>

	previous role, Mr. Yoo was the CEO of Mirae Asset Wealth Management (Brazil) C.C.T.V.M. Ltda. as well as CEO of Mirae Asset Global Investments (Brazil) where he was in charge of Latin America business and was responsible for directing all divisions including Brokerage, Wealth Management, Investment Banking, Mutual Fund, ETF and Real estate business. Before that, Mr. Yoo worked with Mirae Asset Global Investments – at Korea, USA and India entities. Mr. Yoo holds India Capital Markets experience of over 10 years. He was the CEO of Mirae Asset Global Investments (India) Pvt. Ltd. during April 2012 to February 2016.
Nature of expertise in specific functional areas	More than 2 decades in Capital Market covering Brokerage, Wealth Management, Investment Banking and Asset Management.
Terms and conditions of appointment or re appointment	Appointment as Executive Director for a period of Five years with effect from November 27, 2024, on honorary basis and on such other terms and conditions as agreed between the Board and Mr. Jisang Yoo, who shall be liable to retire by rotation.
Details of remuneration sought to be paid	Nil
Remuneration last drawn	Nil
List of other Companies in which he holds Directorship	1. Mirae Asset Capital Markets (India) Private Limited
Number of meetings of Board attended during the FY 2024-25	N.A.
Chairman/ Member of the Committee(s) of the Board in which he is a director also	Chairman and member of Corporate Social Responsibility Committee of Mirae Asset Capital Markets (India) Private Limited
Relationship, if any, with other Directors, Managers and Key Managerial Personnel	Nil

**The brief particulars/ resume and other information of Ms. Hyeon Hee Han (DIN: 10602958) as per Secretarial Standard - 2 are provided herein below:**

Particulars	<b>Ms. Hyeon Hee Han</b>
Date of Birth (Age)	05/11/1974
Nationality	South Korea
Date of first appointment on Company's Board	November 27, 2024
DIN	10602958
Shareholding in the Company	Nil
Qualifications and Experience	<p><b>Qualification:</b> BA degree in Economics-Specialized in Development Economics, Labor and Industry</p> <p><b>Experience:</b> Ms. Hyeon Hee Han is working with Mirae Asset Securities in capacity of Head and Managing Director of One Asia handling Foreign institutional client coverage (cash, DMA, IPO and block deals) and overseeing global equity sales division.</p>



Nature of expertise in specific functional areas	More than 27 years in global equity sales division
Terms and conditions of appointment or re appointment	Appointment as Non-Executive Director, liable to retire by rotation.
Details of remuneration sought to be paid	Nil
Remuneration last drawn	Nil
List of other Companies in which she holds Directorship	1. Mirae Asset Capital Markets (India) Private Limited
Number of meetings of Board attended during the FY 2024-25	N.A.
Chairman/ Member of the Committee(s) of the Board in which she is a director also	N.A.
Relationship, if any, with other Directors, Managers and Key Managerial Personnel	Nil

**The brief particulars/ resume and other information of Mr. Jung Ho Rhee (DIN: 10615150) as per Secretarial Standard - 2 are provided herein below:**

Particulars	<b>Mr. Jung Ho Rhee</b>
Date of Birth (Age)	05/10/1967
Nationality	South Korea
Date of first appointment on Company's Board	November 27, 2024
DIN	10615150
Shareholding in the Company	Nil
Qualifications and Experience	<p><b>Qualifications:</b> CFA charter holder, Master of Economics and Bachelor of Economics.</p> <p><b>Experience:</b> Mr. Jung Ho Rhee is the President and Chief Executive Officer of Mirae Asset Securities (HK) Limited ("MASHK") and oversees the development of the firm's strategic initiatives and long-term growth of the business. he was President and Chief Executive Officer of Mirae Asset Global Investments (Hong Kong) Limited since 2012 and was also appointed as Head of Asia Pacific in 2018. In his previous role, he was Head of Global Asset Allocation, where he oversaw a global team of investment professionals and played a crucial role in supervising the Group's investment process and activities since 2011.</p> <p>Additionally, between 2012 and 2021, he served as Chief Executive Officer and Board of Directors for MAPS Capital. Previously, Mr Rhee worked at MASHK as Managing Director of Global Research where he was responsible for developing and overseeing global research activities. He was later appointed Chief Financial Officer and headed the investment team managing the Group's proprietary assets. Before relocating to Hong Kong in 2008 Mr Rhee worked at Mirae Asset Securities in Korea.</p>

	for eight years as Head of Investment Strategy and latterly as Head of Asia Pacific Research Before that, Mr. Rhee spent five years as an Investment Strategist for Daewoo Securities He served as an Officer in the Republic of Korea Air Force.
Nature of expertise in specific functional areas	Global Research & Global Investment
Terms and conditions of appointment or re appointment	Appointment as Non-Executive Director, liable to retire by rotation.
Details of remuneration sought to be paid	Nil
Remuneration last drawn	Nil
List of other Companies in which she holds Directorship	1. Mirae Asset Capital Markets (India) Private Limited
Number of meetings of Board attended during the FY 2024-25	N.A.
Chairman/ Member of the Committee(s) of the Board in which he is a director also	NA
Relationship, if any, with other Directors, Managers and Key Managerial Personnel	Nil

#### **Item 5 & 6:**

Mr. Yogesh Chadha (DIN: 01681680) and Mr. Pradeep Udhas (DIN: 02207112) were appointed as an Additional Directors (Independent Category) of the Company w.e.f. **November 27, 2024** pursuant to the approval of the Board of Directors for a term of consecutive Five (5) years with effect from **November 27, 2024** till **November 26 2029** (both days inclusive), subject to the approval of the shareholders through an Ordinary resolution, in accordance with the provisions of Section 161 of the Companies Act, 2013, read with the Articles of Association of the Company.

The Board considers that the expertise and knowledge of Mr. Yogesh Chadha (DIN: 01681680) and Mr. Pradeep Udhas (DIN: 02207112) would be of immense benefit and value to the Company and it will be in the interest of the Company to avail their services as an Independent Director.

The Company has received from Mr. Yogesh Chadha (DIN: 01681680) and Mr. Pradeep Udhas (DIN: 02207112) (i) consents in writing to act as Directors in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules, 2014, (ii) intimation in Form DIR-8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that they are not disqualified under Section 164(2) of the Act and (iii) a declaration to the effect that they meet the criteria of independence as provided in Section 149(6) of the Act. They do not hold any shares of equity in the Company.

In terms of proviso to sub-section (5) of Section 152, the Board of Directors are of the opinion that Mr. Yogesh Chadha (DIN: 01681680) and Mr. Pradeep Udhas (DIN: 02207112) fulfils the conditions specified in the Act, for their appointment as an Independent Director. A brief profile of Mr. Yogesh Chadha (DIN: 01681680) and Mr. Pradeep Udhas (DIN: 02207112) is attached hereunder.

Therefore, the Board is of the view that the appointment of Mr. Yogesh Chadha (DIN: 01681680) and Mr. Pradeep Udhas (DIN: 02207112) as an Independent Director is desirable and would be beneficial to the Company and hence it recommends the said Resolution No. 5 & 6 seeks approval by the members of the Company for the appointment of Mr. Yogesh Chadha (DIN: 01681680) and Mr. Pradeep Udhas (DIN: 02207112) as an Independent Directors of the Company for a term of consecutive Five(5) years effective November [..], 2024 to November [..], 2029 (both days inclusive) pursuant to Sections 149, 152 and other applicable provisions of the Act and the Rules made thereunder (*including any statutory modification(s) or re-enactment(s) thereof*) and they shall not be liable to retire by rotation.

Your directors recommend the resolution set out at Item No. 5 & 6 to be passed as an Ordinary Resolution by the members.

Mr. Yogesh Chadha (DIN: 01681680) and Mr. Pradeep Udhas (DIN: 02207112) are deemed to be interested in the resolution relating to their appointment. None of the Promoters, Other Directors, and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolutions, as set out in Item No. 5 & 6 of this Notice.

**The brief particulars/ resume and other information of Mr. Yogesh Chadha (DIN: 01681680) as per Secretarial Standard - 2 are provided herein below:**

Particulars	Mr. Yogesh Chadha (DIN: 01681680)
Date of Birth (Age)	31/08/1962
Nationality	Indian
Date of first appointment on Company's Board	November 27, 2024
DIN	01681680
Shareholding in the Company	Nil
Qualifications and Experience	<b>Qualifications:</b> Chartered Accountant  <b>Experience:</b> Mr. Chadha is a veteran banker. He recently served as the Chairman to the leading South Korean financial conglomerate "Mirae Asset" in its AMC arm in India. During his career, he worked in geographies like the Kingdom of Saudi Arabia, the United States of America, and the United Kingdom. He currently serves as a board member to several private equity and venture capital funds in Singapore, USA, Middle East.
Nature of expertise in specific functional areas	About 40 years in global investment banking
Terms and conditions of appointment or re appointment	Appointment as Non - Executive Director ( <i>Independent Category</i> ) for a term of Five years with effect from November 27, 2024, not liable to retire by rotation.
Details of remuneration sought to be paid	Nil
Remuneration last drawn	Nil
List of other Companies in which he hold Directorship	1. Bytelogy Private Limited 2. Citco India Finserve Private Limited 3. Aurous Avatar Studios Private Limited 4. Samarth Skills Development Private Limited 5. Aurous Avatar Entertainment (India) Private Limited 6. Beta Advisors LLP 7. Shivshrushti Projects LLP
Number of meetings of Board attended during the FY 2024-25	Nil
Chairman/ Member of the Committee(s) of the Board in which he is a director also	NA
Relationship, if any, with other Directors, Managers and Key Managerial Personnel	Nil

**The brief particulars/ resume and other information of Mr. Pradeep Udhas (DIN: 02207112) as per Secretarial Standard - 2 are provided herein below:**

Particulars	Mr. Pradeep Udhas (DIN: 02207112)
Date of Birth (Age)	13/10/1958
Nationality	Indian
Date of first appointment on Company's Board	November 27, 2024

DIN	02207112
Shareholding in the Company	Nil
Qualifications and Experience	<p><b>Qualifications:</b> MBA in Management Information Systems.</p> <p><b>Experience:</b> Mr. Pradeep Udhas is a Senior Advisor to KPMG India Chairman and CEO. Earlier, he was a Senior Partner at KPMG India, which he co-founded 27 years ago. He has held various senior positions including Global roles in KPMG, incubated many new services, building up to multimillion dollar businesses. He has also been a founder of e2e Technologies, a US based Solution Architecture firm and has set up Greater Pacific Capital, a PE firm's India operations. His extensive background in global business, management consulting, technology, private equity and quality systems makes him uniquely qualified to pursue innovative global strategies.</p>
Nature of expertise in specific functional areas	More than 30 years in global business, management consulting, technology, private equity and quality systems
Terms and conditions of appointment or re appointment	Appointment as Non - Executive Director ( <i>Independent Category</i> ) for a term of Five years with effect from November 27, 2024, not liable to retire by rotation.
Details of remuneration sought to be paid	Nil
Remuneration last drawn	Nil
List of other Companies in which he hold Directorship	<ol style="list-style-type: none"> <li>1. Nature3 Luxury Resorts Private Limited</li> <li>2. IndusInd Bank Ltd</li> <li>3. Hinduja Global Solutions Limited</li> <li>4. Nine Sages Professional Advisors LLP</li> </ol>
Number of meetings of Board attended during the FY 2024-25	Nil
Chairman/ Member of the Committee(s) of the Board in which he is a director also	NA
Relationship, if any, with other Directors, Managers and Key Managerial Personnel	Nil

**By Order of the Board of Directors**  
**Sharekhan Limited**

**Sd/-**  
**Jaideep Arora**  
*Whole Time Director*  
DIN: 00056252

Date: November 27, 2024  
Place: Mumbai

**Registered Office:**

The Ruby, 18<sup>th</sup> Floor, 29 Senapati Bapat Marg,  
Dadar (West), Mumbai – 400 028,  
Maharashtra, INDIA

**CIN: U99999MH1995PLC087498**

**Tel No: 022 - 6750 2000; Fax: 022 – 2432 7343**

**Website: [www.sharekhan.com](http://www.sharekhan.com)**

**Email: [sk.investors@sharekhan.com](mailto:sk.investors@sharekhan.com)**

**SHAREKHAN LIMITED**

**CIN: U99999MH1995PLC087498**

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Maharashtra, India**

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**Website: [www.sharekhan.com](http://www.sharekhan.com) Email: [companysecretarial@sharekhan.com](mailto:companysecretarial@sharekhan.com)**

**PROXY FORM**

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

<b>Name</b>	
<b>Address</b>	
<b>Email Id</b>	
<b>Folio No./Client ID</b>	

I / We, being the Member(s) of \_\_\_\_\_ shares of the above-named Company, hereby appoint:

1. Name: .....  
Address: .....  
Email Id: .....  
Signature: .....

or failing him/her

2. Name: .....  
Address: .....  
Email Id: .....  
Signature: .....

or failing him/her

3. Name: .....  
Address: .....  
Email Id: .....  
Signature: .....

As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf **SKL/2024-2025/EGM-I** Extraordinary General Meeting of the Shareholders of Sharekhan Limited to be held on Wednesday, November 27, 2024 at 9:30 p.m. at The Ruby, 18<sup>th</sup> Floor, 29 Senapati Bapat Marg, Dadar (West), Mumbai 400028, Maharashtra, India and at any adjournment(s) thereof in respect of such resolutions as are indicated below:

Resolution	For	Against	Abstain
<b>Ordinary Resolution</b>			
1. To regularize the appointment of Mr. Swarup Anand Mohanty (DIN: 07435705) as a Director of the Company			
2. To regularize the appointment of Mr. Jisang Yoo (DIN: 05266340) as a Director of the Company			
3. To regularize the appointment of Ms. Hyeon Hee Han (DIN: 10602958) as a Director of the Company			
4. To regularize the appointment of Mr. Jung Ho Rhee (DIN: 10615150) as a Director of the Company			
5. To regularize the appointment of Mr. Yogesh Chadha (DIN: 01681680) as an Independent Director of the Company			

6. To regularize the appointment of Mr. Pradeep Udhas (DIN: 02207112) as an Independent Director of the Company			
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Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2024

Signature of Shareholder:

Signature of Proxy holder(s):

Affix Rs. 1.00 Revenue Stamp
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**Notes:**

1. Proxy need not be member.
2. 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 commencement of the Meeting.
3. It is optional to indicate your preference. If you leave the “for”, “against” or “abstain” column blank, the proxy will be entitled to vote in the manner as he/she may deem appropriate.

**SHAREKHAN LIMITED**

**CIN: U99999MH1995PLC087498**

**Registered Office: The Ruby, 18<sup>th</sup> Floor, 29 Senapati Bapat Marg, Dadar (West), Mumbai 400028,  
Maharashtra, India**

**Tel No: 022 - 6750 2000; Fax: 022 – 2432 7343**

**Website: [www.sharekhan.com](http://www.sharekhan.com) Email: [companysecretarial@sharekhan.com](mailto:companysecretarial@sharekhan.com)**

**ATTENDANCE SLIP**

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

Joint shareholders may obtain additional Slip at the venue of the meeting.

I/ We hereby record my/our presence at the **SKL/2024-2025/EGM-I** Extra-ordinary General Meeting of the Shareholders of Sharekhan Limited to be held on Wednesday, November 27, 2024 at 09:30 p.m. at The Ruby, 18<sup>th</sup> Floor, 29 Senapati Bapat Marg, Dadar (West), Mumbai 400028, Maharashtra, India

Name: \_\_\_\_\_

Folio No/ DP Id- Client Id: \_\_\_\_\_ No. of Shares held: \_\_\_\_\_

Name of Proxy / Representative, if any: \_\_\_\_\_

Signature of shareholder(s)/Proxy/ Representative: \_\_\_\_\_

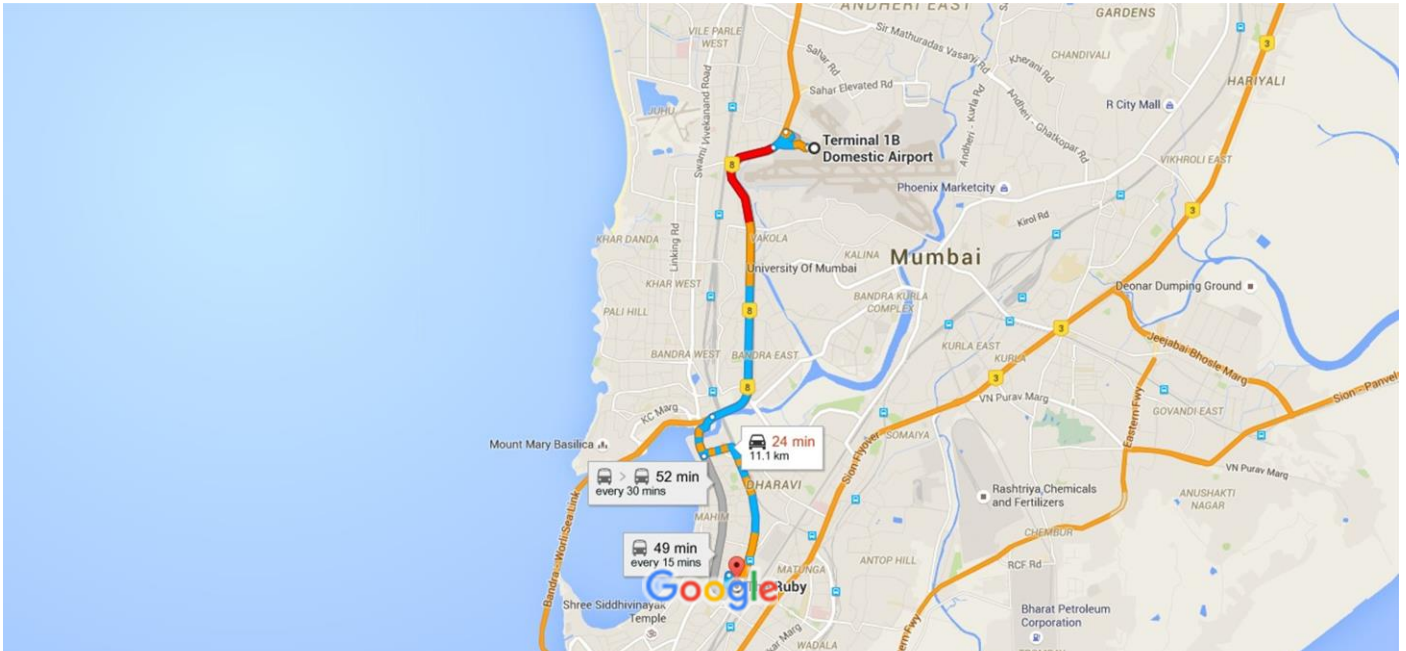


## ROUTE MAP

**Address: The Ruby, 18th Floor, 29 Senapati Bapat Marg, Dadar (West), Mumbai 400028, Maharashtra, India**

**Landmark: Near Ruparel College**

**Terminal 1B Domestic Airport to The Ruby, Mumbai, Maharashtra**  
**Drive 11.1 km, 24 min**



**Dadar Railway Station to The Ruby, Mumbai, Maharashtra**  
**Walk 1.3 km, 16 min**

