

SUPERIOR FINLEASE LIMITED

CIN: L74899DL1994PLC061995

Regd. Off: NS-92, Khasra No-33/21, Ranaji Enclave, Najafgarh, Near Arjun Park Bus Stand
New Delhi -110043; Email id: superiorfinlease@gmail.com;

Website: <http://www.superiorfinlease.com>; Phone No.: +91-9953798335

September 02, 2020

The BSE Limited
Phiroze Jeejeeboy Towers
Dalal street,
Mumbai- 400001
Email Id: corp.relations@bseindia.com

Metropolitan Stock Exchange of India Limited
4th Floor, Vibgyor Towers, Plot No. C-62
Bandra Kurla Complex, Bandra east
Mumbai- 400098
Email Id: raviraj.nirbhawane@mcx-sx.com

Dear Sir / Ma'am,

Sub: Notice of ensuing Annual General Meeting of Superior Finlease Limited ('the Company')

Pursuant to Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby submit the Notice of the ensuing Annual General Meeting (AGM) of the Company scheduled to be held on Friday, September 25, 2020 at 3:00 PM through VC/OAVM to transact the business as set out in the Notice of AGM.

The Notice of the AGM is also available on our website at the link:
<http://www.superiorfinlease.com/investors.php>.

Kindly acknowledge the receipt.

Thanking You

Yours Faithfully,

For Superior Finlease Limited

Rajneesh Kumar
For Superior Finlease Limited

Rajneesh Kumar

(Director)

[DIN: 02463693]

Director

Encl: A/a

Notice

Notice is hereby given that the Annual General Meeting of **SUPERIOR FINLEASE LIMITED** will be held on Friday, 25th Day of September, 2020, at **03:00 P.M.** through Video Conferencing (VC)/Other Audio Visual Means (OAVM) to transact the following businesses:

ORDINARY BUSINESS

1. Adoption of Audited Financial Statements

To receive, consider and adopt:

- a) the Audited Standalone Financial Statement of the Company for the Financial Year 2019-20 together with the Report of the Board of Directors and Auditors' thereon; and
- b) the Audited Consolidated Financial Statement of the Company for the Financial Year 2019-20 together with the Report of the Auditors' thereon.

SPECIAL BUSINESS

2. Appointment of M/s. R. C. AGARWAL & CO. (FRN - 003175N), Chartered Accountants, as Statutory Auditors to fill the causal vacancy for the Financial Year 2020-21

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

"RESOLVED THAT pursuant to section 140(2) of the Companies Act, 2013 and Rule 8 of the Companies (Audit and Auditors) Rules, 2014, (including any statutory modifications or re-enactments thereof, for the time being in force), and other applicable Rules and Provisions of the Companies Act, 2013, if any, M/s. V. N. PUROHIT & CO., (FRN - 304040E), Chartered Accountants, be and is hereby removed by the Company as a Statutory Auditors on the basis of resignation letter received from M/s. V. N. PUROHIT & CO., (FRN - 304040E), Chartered Accountants with effect from 28/07/2020.

RESOLVED FURTHER THAT pursuant to section 139(8) of the Companies Act, 2013, (including any statutory modifications or re-enactments thereof, for the time being in force), and other applicable Rules and Provisions of the Companies Act, 2013, if any, and on the basis of the recommendation made by the Audit Committee, M/s. R. C. AGARWAL & CO. (FRN - 003175N), Chartered Accountants, be and is hereby appointed as Statutory Auditors of the Company with effect from 04/08/2020, subject to the approval of shareholders in the ensuing Annual General Meeting (AGM), to fill up the causal vacancy arise due to resignation given by M/s. V. N. PUROHIT & CO., (FRN - 304040E), Chartered Accountants on 28/07/2020. The tenure of appointment of M/s. R. C. AGARWAL & CO. (FRN - 003175N), Chartered Accountants, as Statutory Auditors would be from date of approval by the shareholders, until the conclusion of Next Annual General Meeting (AGM) of the Company.

RESOLVED FURTHER THAT any Director of the Company be and is hereby authorized to do all such acts, deeds and things as the Board may consider necessary, proper, desirable or appropriate to give effect to this resolution and sign and submit the necessary forms with the Registrar of Companies.”

3. Re-Appointment of Ms. Shikha Garg, (DIN: 06792255) as an Independent Director for a second term of (5) five consecutive years, in terms of Section 149 of the Companies Act, 2013.

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

“**RESOLVED THAT** pursuant to provisions of sections 149, 152 and any other applicable provisions of the Companies Act, 2013 (hereinafter referred to as the ‘Act’) including the rules made there under read with Schedule IV to the Act and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as the ‘Listing Regulations’) (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, Ms. Shikha Garg (DIN: 06792255), was appointed as an independent director of the Company for a term of five years up to 29th September 2020 and is eligible for being re-appointed as an independent director and in respect of whom a notice in writing pursuant to section 160 of the Act has been received in the prescribed manner and considering the report of her performance evaluation for the year 2019-20, be and is hereby re-appointed as an independent director of the Company for a second term of five consecutive years, commencing from 30th September 2020 up to 29th September 2025, not liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to take all such steps as may be necessary, proper and expedient to give effect to this resolution.”

**By Order of the Board
For Superior Finlease Limited**

**Place: New Delhi
Date: 28.08.2020**

**Sd/-
Rajneesh Kumar
(Executive Director)
[DIN: 02463693]**

NOTES:

1. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed, Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 08, 2020, and Circular No. 17/2020 dated April 13, 2020 read with Circular No. 20/2020 dated May 05, 2020 (collectively referred to as 'MCA Circulars'), has permitted the companies to hold their Annual General Meeting (AGM) through video conferencing (VC) or other audio visual means (OAVM) without the physical presence of the Members at a common venue. In compliance with the applicable provisions of the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and MCA Circulars, the Annual General Meeting (AGM) of the Company is being held through VC/OAVM.
2. Pursuant to the MCA Circulars, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM and hence Proxy Form and Attendance Slip are not annexed to this Notice. However, the Body Corporate are entitled to appoint authorised representatives to attend the AGM through VC and participate thereat and cast their votes through e-voting.
3. Corporate members intending to send their authorized representative(s) to attend the meeting are requested to send to the company a certified true copy of the relevant Board resolution together with the specimen signature(s) of the representative(s) authorised under the said Board Resolution to attend and vote on their behalf at the meeting.
4. The Members shall join the AGM in the VC/OAVM mode 30 minutes before the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
5. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
6. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ('Act'), in respect of the Special Business mentioned under Item Nos. 2 to 3 above, is annexed hereto.
7. The relevant details as required under Regulation 36 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), of the person seeking Appointment/re-appointment as Directors, are also annexed hereto.
8. Pursuant to the provisions of section 91 of the Companies Act, 2013, the register of members and share transfer books of the Company will remain closed from Friday, September 18, 2020 to Friday, September 25, 2020 (both days inclusive) for the purpose of the Annual General Meeting.

9. The Company's Registrar and Transfer Agents for its share registry (both, physical as well as electronic) is M/s Skyline Financial Services Private Limited having its office at D-153A, 1st Floor, Okhla Industrial Area, Phase I, New Delhi-110020.
10. Members who are holding shares in electronic mode are requested to intimate any change in their address or bank mandates to their Depository Participants (DPs) with whom they are maintaining their Demat accounts. Members holding shares in physical mode are requested to advise any change in their address or bank mandates to the Company/Skyline Financial Services Private Limited.
11. To support the 'Green Initiative', members, who have not registered their e-mail addresses so far, are requested to register their e-mail address for receiving all communication including Annual Report, Notices, and Circulars etc. from the Company electronically.
12. Members may also note that the Notice of the Annual General Meeting and the Annual Report for the year 2019-2020 will also be available on the Company's website <http://www.superiorfinlease.com/investors.php> and also on the website of BSE Limited at <https://www.bseindia.com/> and Metropolitan Stock Exchange of India Limited at <https://www.msei.in/> where the shares of the company are listed. Members who have any queries, may write to us at <http://www.superiorfinlease.com//>.
13. Members seeking any information with regard to the accounts are requested to write to the Company at an early date, so as to enable the Management to keep the information ready at the AGM.
14. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company or our Registrar & Transfer Agents.
15. To avoid fraudulent transactions, the identity/signature of the members holding shares in electronic form is verified with the specimen signatures furnished by NSDL/CDSL and that of members holding shares in physical form is verified as per the records of the share transfer agent of the Company. Members are requested to keep the same updated.
16. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company, the details of such folios together with the share certificates for consolidating their holdings in one folio. A consolidated share certificate will be issued to such Members after making requisite changes.
17. Members, who still hold share certificates in physical form, are advised to dematerialise their shareholding to avail the numerous benefits of dematerialisation, which include easy liquidity, ease of trading and transfer, savings in stamp duty and elimination of any possibility of loss of documents and bad deliveries.

18. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (as amended), and the MCA Circulars the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, The Company has engaged the services of National Depository Services Limited (NDSL) to provide the e-voting facility:

The e-voting facility is available at the link:

<https://www.evoting.nsdl.com/>.

19. Person who is not a Member as on the cut-off date should treat this Notice for information purposes only.

20. E-voting commences on September 22, 2020 at 9:00 A.M. and will end at September 24, 2020 at 5:00 P.M. and at the end of e-voting period, the facility shall forthwith be blocked.

21. The Detailed instructions on remote e-voting is made part of a separate sheet "Instructions for e-voting" attached to this Notice.

22. Since the AGM will be held through VC, the Route Map is not annexed in this Notice.

23. The instructions for shareholders voting electronically are as under:

i. The voting period begins on September 22, 2020 at 9:00 A.M. and will end at September 24, 2020 at 5:00 P.M. During this period, shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of September 17, 2020 may cast their vote electronically. The e-voting module shall be disabled by NDSL for voting thereafter.

ii. The shareholders should log on to the e-voting website <https://www.evoting.nsdl.com/>.

Instructions for shareholders voting electronically are as under:

- a) For CDSL: 16 digits beneficiary ID,
- b) For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
- c) Members holding shares in Physical Form should enter Folio Number registered with the Company.

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>

Step 2: Cast your vote electronically on NSDL e-Voting system.

Details on Step 1 is mentioned below:

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer/Laptop or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholders’ section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL e-services i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Your password details are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.
 - c) How to retrieve your ‘initial password’?
 - (i) If your email ID is registered in your demat account or with the

company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

- (ii) If your email ID is not registered, your 'initial password' is communicated to you on your postal address.
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
 7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
 8. Now, you will have to click on "Login" button.
 9. After you click on the "Login" button, Home page of e-Voting will open.

Details on Step 2 are given below:

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
2. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
3. Select "EVEN" of Company for which you wish to cast your vote.
4. Now you are ready for e-Voting as the Voting page opens.
5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.

6. Upon confirmation, the message "Vote cast successfully" will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

- 1 Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to csnileshrvv@gmail.com with a copy marked to evoting@nsdl.co.in.
- 2 It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "[Forgot User Details/Password?](#)" or "[Physical User Reset Password?](#)" option available on www.evoting.nsdl.com to reset the password.
- 3 In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or send a request at evoting@nsdl.co.in

Other Instructions:

1. The e-voting period commences on September 22, 2020 at (9:00 A.M. IST) and will end at September 24, 2020 at (5:00 P.M. IST). During this period, Members holding shares either in physical form or in dematerialized form, as on September 17, 2020 i.e. cut-off date, may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the Member, he / she shall not be allowed to change it subsequently or cast vote again.
2. The voting rights of Members shall be in proportion to their shares in the paid up equity share capital of the Company as on the cut-off date. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting.
3. Mr. Nilesh Ranjan, Practicing Company Secretary (Membership No. A43713), has been appointed as Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
4. The scrutiner shall, immediately after the conclusion of AGM thereafter unlock the votes cast through remote e-voting in the presence of at least two witnesses, who are not in the employment of the Company, and make a consolidated scrutiner's report of the total votes cast in favour or against, if any, upon

conclusion of the meeting, and submit it to the Chairman of the Company or in his absence Vice Chairman of the Company, who shall countersign the same.

5. The result declared along with the Scrutinizer's Report shall be placed on the Company's website at <http://www.superiorfinlease.com//> and on the website of NSDL <https://www.evoting.nsdl.com/> immediately.

Process for those Shareholders whose email ids are not registered with the Depositories for procuring User ID and Password and Registration of E-Mail Ids for e-Voting for the resolutions set out in this Notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to superiorfinlease@gmail.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to superiorfinlease@gmail.com.
3. Alternatively member may send an e-mail request to evoting@nsdl.co.in for obtaining User ID and Password by proving the details mentioned in Point (1) or (2) as the case may be.

The Instructions for Members for e-Voting on the day of the Annual General Meeting (AGM) are as under:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

Instructions for Members for Attending the Annual General Meeting (AGM) through Video Conferencing/Other Audio Visual Means (VC/OAVM) are as under:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access the same at <https://www.evoting.nsdl.com/> under shareholders/members login by using the

remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush. Further members can also use the OTP based login for logging into the e-Voting system of NSDL.

2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker may send their request mentioning their name, demat account number/folio number, email id, mobile number at superiorfinlease@gmail.com.
6. Shareholders' who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at superiorfinlease@gmail.com from September 22, 2020 (9:00 a.m. IST) to September 24, 2020 (5:00 p.m. IST). The same will be replied by the company suitably.
7. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

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

Pursuant to Section 102 of the Companies Act, 2013 ('the Act'), the following Explanatory Statement sets out the material facts relating to the business mentioned under Item Nos. 2-3 of the accompanying Notice.

Item no. 2

M/s. V. N. Purohit & Co., (FRN -304040E), Chartered Accountants, the Statutory Auditors of the company have expressed their unwillingness to continue as Statutory Auditors of the Company due to unavoidable circumstances and have send their resignation letter and vacated the office of Statutory Auditors of the Company with effect from 28/07/2020 therefore creating casual vacancy in the office of Auditors. The Board recommends the name of the M/s. R. C. AGARWAL & CO. (FRN - 003175N), Chartered Accountants, as

Statutory Auditor of the Company to fill up the Causal Vacancy subject to shareholder's approval.

In terms of the provisions of section 139(8) of the Companies Act, 2013, the Board can appoint Statutory Auditor to fill up the Causal Vacancy but appointment is confirmed after passing the necessary resolution at duly convened general meeting of the shareholders of the company.

Accordingly, your directors recommend and place before you the proposed resolution for your consideration.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company/their relatives is, in any way, concerned or interested, financially or otherwise, in these Resolutions.

The Board recommends the Ordinary Resolutions set out at Item Nos. 2 of the Notice for approval by the shareholders.

Item No. 3

In accordance with Section 149 of the Act, which came into effect from 1st April 2014, requires every listed company to have one-third of the total number of directors as independent directors. Accordingly, on the recommendations of Nomination and Remuneration Committee, the Board of Directors, appointed Ms. Shikha Garg as an Independent Director of the Company for a first term of five consecutive years from September 30, 2015 up to September 29, 2020. The appointment was also approved by the members at Annual General Meeting of the Company held on 30th September, 2015.

Since the first term of the Independent Directors was due for expiry, based on the recommendation of the Nomination and Remuneration Committee, considering the skills, experience, knowledge they possess and the report of performance evaluation of these independent directors for the year 2019-20, the Board, at its meeting held on 28th August 2020, recommended for the approval of the members, re-appointment of Ms. Shikha Garg for a second term of five consecutive years with effect from 30th September, 2020 up to 29th September, 2025 in terms of section 149 read with Schedule IV to the Act and the Listing Regulations including any amendment thereto or modification thereof. In accordance with section 149(10) and (11) of the Act, an Independent Director shall hold office for a term up to five consecutive years on the Board of a Company, but shall be eligible for re-appointment on passing of a Special Resolution by the Company.

The aforementioned directors fulfil the requirements of an Independent Director as laid down under section 149(6) of the Act and regulation 16 of the Listing Regulations. In respect of the appointments of the aforesaid directors, notice in writing in the prescribed manner as required by section 160 of the Act and rules made there under, has been received by the Company, regarding candidature of each of these directors for the office of the director. The aforementioned directors have accorded their consent to act as directors and have also submitted the declaration of independence, stating that they meet the criteria of independence as provided in section 149(6) of the Act and regulation 16 of Listing Regulations and are not disqualified from being appointed as a director in terms of

section 164 of the Act. The terms and conditions of appointment of Independent Director shall be open for inspection at the registered office of the Company by any member from Monday to Friday during 10.00 a.m. to 12.30 p.m., except holidays, and the same shall also be available on the Company's website. The Board is of the opinion that these directors possess requisite skills, experience and knowledge relevant to the Company's business.

Brief resume as per Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 of Ms. Shikha Garg, (DIN: 06792255) nature of their expertise in specific functional areas and other details, is annexed to this Notice.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company/their relatives is, in any way, concerned or interested, financially or otherwise, in these Resolutions.

The Board recommends the Special Resolutions set out at Item Nos. 3 of the Notice for approval by the shareholders.

**By Order of the Board
For Superior Finlease Limited**

**Place: New Delhi
Date: 28.08.2020**

**Sd/-
Rajneesh Kumar
(Executive Director)
[DIN: 02463693]**

INFORMATION AS REQUIRED UNDER REGULATION 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 IN RESPECT OF DIRECTOR BEING APPOINTED/ RE-APPOINTED AT THE MEETING

Name of Director	Ms. Shikha Garg
Date of Birth	04/10/1975
DIN	06792255
Date of Appointment	At ensuing AGM
Expertise in specific Functional Area	She possesses requisite skills, experience and knowledge relevant to the Company's business.
Qualifications	Graduate
Terms and conditions of appointment or reappointment	Re-appointment in the category of Independent Director of the Company for a term of five years subject to approval of shareholders' of the company
Remuneration sought to be paid and the remuneration last drawn	NIL
Date of first appointment at the board	30/09/2015
Directorships held in listed companies	NIL
Chairmanship of Committees in other listed Companies	NIL
Number of shares held in the Company	NIL
Disclosure of relationships between directors inter-se	N.A.

**By Order of the Board
For Superior Finlease Limited**

Place: New Delhi
Date: 28.08.2020

Sd/-
Rajneesh Kumar
(Executive Director)
[DIN: 02463693]