



# SBI Global Factors Ltd.

SBIGFL/TREASURY/2023-24/156

September 27, 2023

To,  
**National Stock Exchange of India Limited**  
Exchange Plaza, 5th Floor,  
Plot No. C/1, G. Block,  
Sandra Kurla Complex,  
Sandra (East),  
Mumbai- 400 051

Dear Sir/Madam,

**Amendment in Articles of Association of the Company pursuant to amendments made in SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021 vide SEBI notification dated February 2, 2023.**

In Compliance with Regulation 51(2) and Part – B of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we inform that the Members of the Company in its Annual General Meeting held on September 26, 2023 amended and inserted Clause 87(1) in the Articles of Association (AOA) pursuant to notification issued by the Securities and Exchange Board of India vide its notification number SEBI/LADNRO/GN/2023/119 dated February 2, 2023, which read as under;

87(1) Notwithstanding anything contained in these Articles, only upon occurrence of the events mentioned below, the Debenture Trustee(s) shall have a right but not an obligation, to nominate 1 (one) person as their nominee on the Board of the Company, in accordance with the applicable laws and subject to the agreement in that regard between Debenture Trustee(s) and the Company:

- i. two consecutive defaults in payment of interest to the debenture holders;  
or
- ii. default in creation of security for debentures; or
- iii. default in redemption of the debentures; or
- iv. any other event as may be prescribed by Securities and Exchange Board of India.



CIN U65929MH2001PLC131203

6th floor, The Metropolitan Building, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051. India.  
Tel. No. : 91 22 4889 0300, Fax : 91-22 2657 2719, E-mail : [contact@sbiglobal.in](mailto:contact@sbiglobal.in), Website : [www.sbiglobal.in](http://www.sbiglobal.in)



## SBI Global Factors Ltd.

The Board shall appoint such persons as directors of the Company as nominated by the Debenture Trustee(s), as nominee directors in accordance with the provisions of these articles.

The Nominee Director appointed under this clause shall not be liable to retire by rotation.

Debenture Trustee(s) as mentioned above may remove Nominee Director so appointed at any time and in case of cessation of office of such Nominee Director, by reasons of death or resignation or any other reasons whatsoever, nominate any other person to fill up the vacancy. Such nomination for appointment or withdrawal of nomination shall be made in writing to the Company.

This is for your information and record.

Yours faithfully,

For SBI Global Factors Limited



*Neha Shenoy*

**Neha Shenoy**  
**Company Secretary & Chief Compliance Officer**