



TATA CAPITAL HOUSING FINANCE LIMITED

Registered Office: 11th Floor, Tower A, Peninsula Business Park,
Ganpatrao Kadam Marg, Lower Parel, Mumbai 400 013
CIN: U67190MH2008PLC187552
Tel: (022) 6606 9000 Fax: (022) 6656 2699 Website: www.tatacapital.com

NOTICE IS HEREBY GIVEN THAT THE THIRTEENTH ANNUAL GENERAL MEETING OF THE MEMBERS OF TATA CAPITAL HOUSING FINANCE LIMITED will be held, at a shorter notice, on Thursday, June 24, 2021 at 11.00 a.m. through Video Conferencing ("VC") via Microsoft Teams, to transact the following business:

Ordinary Business:

- 1) To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2021, together with the Reports of the Board of Directors and the Auditors thereon.
- 2) To confirm the payment of Interim Dividend of Rs. 0.35 per share on 54,75,55,612 Equity Shares of Rs. 10 each, aggregating Rs. 19,16,44,465 (Rupees Nineteen Crore Sixteen Lakh Forty Four Thousand Four Hundred and Sixty Five only) for the Financial Year ended March 31, 2021.
- 3) To confirm the payment of Interim Dividend of Rs. 0.57 per share on 54,75,55,612 Equity Shares of Rs. 10 each, aggregating Rs. 31,21,06,699 (Rupees Thirty One Crore Twenty One Lakh Six Thousand Six Hundred and Ninety Nine only) for the Financial Year ended March 31, 2021.
- 4) To appoint a Director in place of Mr. Rajiv Sabharwal (DIN: 00057333), Director, who retires by rotation and being eligible, offers himself for re-appointment.

By Order of the Board of Directors
For **Tata Capital Housing Finance Limited**

Sd/-

Jinesh Meghani
Company Secretary

Mumbai, June 19, 2021

Registered Office:
11th Floor, Tower A,
Peninsula Business Park,
Ganpatrao Kadam Marg,
Lower Parel,
Mumbai - 400 013

NOTES:

1. Additional information, pursuant to Secretarial Standard - 2 i.e. Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Mr. Rajiv Sabharwal, the Director seeking re-appointment at the Annual General Meeting ("AGM"), is furnished as a part of this Notice.
2. In view of the continuing COVID-19 pandemic and restrictions on the movements apart from social distancing requirement, the Ministry of Corporate Affairs ("MCA") has, vide its Circular No. 02/2021 dated January 13, 2021 read with Circular No. 20/2020 dated May 5, 2020, Circular No.14/2020 dated April 8, 2020 and Circular No.17/2020 dated April 13, 2020 (collectively referred to as "MCA Circulars"), permitted the holding of the AGM through VC / Other Audio Visual Means ("OAVM"), without the physical presence of the Members at a common venue. The deemed venue for the AGM shall be the Registered Office of the Company, 11th Floor, Tower A, Peninsula Business Park, Ganpatrao Kadam Marg, Lower Parel, Mumbai – 400 013.
3. In compliance with the provisions of the Companies Act, 2013 ("Act") and the MCA Circulars, the AGM of the Company is being held through VC via Microsoft Teams.
4. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his / her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC, physical attendance of Members has been dispensed with. Accordingly, pursuant to the MCA Circulars, the facility for appointment of proxies by the Members will not be available for the AGM and hence, the Proxy Form, Attendance Slip and the route map of the AGM are not annexed to this Notice.
5. Corporate Members intending to appoint their authorised representatives to attend the AGM are required to send a certified copy (PDF Format) of its Board or Governing body Resolution/Authorization, etc. to the Company at the email id: jinesh.meghani@tatacapital.com.
6. The Notice is being sent to all the Members whose names appeared in the Register of Members as on the close of business hours on Friday, June 11, 2021.
7. In compliance with the aforesaid MCA Circulars, Notice of the AGM along with the Annual Report for the FY 2020-21, is being sent only through electronic mode to the Members whose email addresses are registered with the Company/Depositories and the same is available on the website of the Company www.tatacapital.com.
8. Members who have not yet registered their email addresses are requested to register the same with their Depository Participants ("DPs").
9. The Members are requested to click on the link sent to their registered email id for participating in the AGM. The facility for joining the AGM through VC will open 15 minutes before the scheduled time of the commencement of the AGM and will be kept open till the expiry of 15 minutes after the scheduled time of AGM.
10. The Members attending the AGM through VC shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

11. Pursuant to Section 101 of the Companies Act, 2013 consent for convening meeting at a shorter notice has been obtained from the Members of the Company.
12. The relevant Registers and all other documents referred to in this Notice will be available for inspection by the Members. The Members can send a request to the Company at jinesh.meghani@tatacapital.com to inspect the same.
13. In case a Poll on any item is demanded by the Members at the AGM, the Members shall cast their votes only by sending e-mails through their registered e-mail addresses to the designated e-mail id: jinesh.meghani@tatacapital.com.

Annexure

**BRIEF RESUME OF THE DIRECTOR SEEKING
RE-APPOINTMENT AT THIS ANNUAL GENERAL MEETING
(AS ON JUNE 19, 2021)**

Particulars	Mr. Rajiv Sabharwal (DIN: 00057333)
Date of Birth and Age	Date of Birth: September 28, 1965 Age: 55 years
Date of Appointment on Board*	January 11, 2018
Qualifications	Bachelor of Technology – Mechanical Engineering (IIT, Delhi), Post Graduate Diploma in Management (IIM, Lucknow)
Experience	Mr. Rajiv Sabharwal has over 29 years of experience in the banking and financial services industry. Currently, Mr. Sabharwal is the Managing Director & CEO of Tata Capital Limited, a Core Investment Company and a subsidiary of Tata Sons Private Limited. He was a Partner in True North Managers LLP, which was mainly involved in building and managing businesses with a primary focus in the financial service sector. He has served as an Executive Director on the Board of ICICI Bank where he was responsible for several businesses including retail banking, business banking, rural banking, financial inclusion business and digital banking technology. Mr. Sabharwal also had successful stints with Sequoia Capital, Godrej Group, SRF Finance, GE Capital and Times Bank.
Number of Meetings of the Board attended during FY 2020-21	10 (out of 10)
Other Directorships	<u>Chairman</u> <ul style="list-style-type: none">• Tata Securities Limited• Tata Capital Financial Services Limited• Tata Asset Management Limited <u>Managing Director & CEO</u> <ul style="list-style-type: none">• Tata Capital Limited <u>Director</u> <ul style="list-style-type: none">• Tata Realty and Infrastructure Limited• Tata Cleantech Capital Limited• Tata Capital Pte. Limited• Tata Capital Advisors Pte. Limited
Memberships/ Chairmanships of committees across other companies	Tata Capital Limited <ul style="list-style-type: none">• Risk Management Committee (Member)• Finance and Asset Liability Supervisory Committee (Member)• Corporate Social Responsibility Committee (Member)• Stakeholders Relationship Committee (Member)• Information Technology Strategy Committee (Member)

	<p>Tata Capital Financial Services Limited</p> <ul style="list-style-type: none"> • Nomination and Remuneration Committee (Member) • Investment Credit Committee (Member) • Risk Management Committee (Member) • Finance and Asset Liability Supervisory Committee (Member) • Corporate Social Responsibility Committee (Member) • Working Committee (Member) • Information Technology Strategy Committee (Member) <p>Tata Cleantech Capital Limited</p> <ul style="list-style-type: none"> • Nomination and Remuneration Committee (Chairman) • Audit Committee (Member) • Risk Management Committee (Member) • Finance and Asset Liability Supervisory Committee (Member) • Corporate Social Responsibility Committee (Member) • Investment Credit Committee (Member) • Information Technology Strategy Committee (Member) • Working Committee (Member) <p>Tata Realty and Infrastructure Limited</p> <ul style="list-style-type: none"> • Real Estate Committee(Member) <p>Tata Asset Management Limited</p> <ul style="list-style-type: none"> • Audit Committee (Member) • Nomination and Remuneration Committee (Member) • Board Executive Committee (Member)
Shareholding in the Company	Nil
Relationship with other Directors, Manager or Key Managerial Personnel, if any	None
Last drawn Remuneration	Nil
Remuneration sought to be paid	Nil

**The date on which Director was first appointed*