

TATA CAPITAL HOUSING FINANCE LIMITED

13th Annual General Meeting

Thursday, June 24, 2021, 11.00 a.m. to 11.11 a.m.

Mr. Rajiv Sabharwal:

Dear Members,

I welcome you all to the Thirteenth Annual General Meeting (“AGM”) of Tata Capital Housing Finance Limited.

This AGM is being held at a shorter notice based on the consent for shorter notice received from 100% of the Members entitled to vote at the Meeting.

In view of the continuing COVID-19 pandemic and in accordance with the framework provided by the Ministry of Corporate Affairs vide its circulars dated April 8, 2020, April 13, 2020, May 5, 2020 and January 13, 2021 for conducting general meetings, this AGM is being convened through Video Conferencing via Microsoft Teams.

The requisite quorum being present, I call this Meeting to order.

We have Mr. Mehernosh B. Kapadia, Ms. Anuradha E. Thakur, Independent Directors and Mr. Anil Kaul, Managing Director attending this Meeting. Mr. Ankur Verma, Non-Executive Director has sought leave because of certain pre-occupation. We also have the Representative of the Statutory Auditors and the Head - Internal Audit attending the AGM. The Secretarial Auditors, citing pre-occupation, have requested for exemption from attending this Meeting, which has been granted.

The Company has received Authorised Representation for 54,75,55,606 Equity Shares of the Face Value of Rs. 10 each, representing 99.99% of its total paid-up Equity Share Capital from Tata Capital Limited, the holding company.

The relevant statutory registers and the documents as prescribed under the Companies Act, 2013 and Secretarial Standards are made available for inspection through electronic mode during the meeting. The Members can inspect the same by sending a request at the designated e-mail address mentioned in the Notice.

With the permission of the Members, I wish to take the Notice convening this Meeting, which has already been circulated, as read.

All Members:

Yes.

Mr. Rajiv Sabharwal:

Thank you. I take the Notice as read.

The objectives and implications of the Resolutions set out in the said Notice and proposed to be passed at this AGM, are as under:

Resolution No. 1: The Audited Financial Statements of the Company for the financial year ended March 31, 2021 have been circulated to the Members for their consideration and adoption. The Auditor's Report on the Financial Statements for the said financial year does not have any qualifications, observations or comments or other remarks on financial transactions, which have any adverse effect on the functioning of the Company. Accordingly, the Auditor's Report is not required to be read out before the Meeting as provided under the Companies Act, 2013. Further, the Secretarial Audit Report for the said financial year, also does not have any qualifications, observations or comments or other remarks, which have any material adverse effect on the functioning of the Company. Hence, the Secretarial Auditor's Report is not required to be read out before the Meeting as provided under the Act.

Resolution No. 2: The Board of Directors had, at its meeting held on August 31, 2020, approved and declared an Interim Dividend for FY 2020-21 on the Equity Shares of the Company of Rs. 10/- each, aggregating about Rs. 19.16 crore out of the surplus in the profits of the Company for FY 2019-20 and the same was paid to Tata Capital Limited, on September 1, 2020. The Members are requested to confirm the above payment of Interim Dividend.

Resolution No. 3: The Board of Directors had, at its meeting held on March 2, 2021, approved and declared an Interim Dividend for FY 2020-21 on the Equity Shares of the Company of Rs. 10/- each, aggregating about Rs. 31.21 crore out of the surplus in the profits of the Company for the nine months ended December 31, 2020 and the same was paid to Tata Capital Limited, on March 2, 2021. The Members are requested to confirm the above payment of Interim Dividend.

Resolution No. 4: I, Rajiv Sabharwal, Non-Executive Director of the Company, is liable to retire by rotation at this Annual General Meeting and I am eligible for re-appointment.

Now, with the permission of the Members, I will continue with the proceedings of this Meeting.

I now request a Member to propose and another Member to second the Resolution at Item No. 1.

Resolution No. 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.

The Resolution has been proposed by [pause].

Mr. Rakesh Bhatia:

Rakesh.

Mr. Rajiv Sabharwal:

and seconded by [pause].

Mr. Kiran Joshi

Kiran.

Mr. Rajiv Sabharwal:

The Resolution has been proposed by Mr. Rakesh Bhatia and seconded by Mr. Kiran Joshi.

Before I put the resolutions to vote, I would like to throw this session open to the Members for any questions or suggestions.

I now put the following Resolution at Item No. 1 of the Notice to vote, on a show of hands, as an Ordinary Resolution:

THOSE IN FAVOUR, please raise your hands.

THOSE AGAINST, please raise your hands.

Resolution passed unanimously.

May I now request a Member to propose and another Member to second the Resolution at Item No. 2.

Resolution No. 2: To confirm the payment of Interim Dividend of Rs. 0.35 per share on the Equity Shares of the Company for the Financial Year ended March 31, 2021.

The Resolution has been proposed by [pause].

Ms. Sarita Kamath

Sarita.

Mr. Rajiv Sabharwal:

and seconded by [pause].

Kiran Joshi

Kiran.

Mr. Rajiv Sabharwal:

The Resolution has been proposed by Ms. Sarita Kamath and seconded by Mr. Kiran Joshi.

I now put the following Resolution at Item No. 2 of the Notice to vote as an Ordinary Resolution:

THOSE IN FAVOUR, please raise your hands.

THOSE AGAINST, please raise your hands.

Resolution passed unanimously.

May I now request a Member to propose and another Member to second the Resolution at Item No. 3.

Resolution No. 3: To confirm the payment of Interim Dividend of Rs. 0.57 per share on the Equity Shares of the Company for the Financial Year ended March 31, 2021.

The Resolution has been proposed by [pause].

Mr. Rakesh Bhatia

Rakesh.

Mr. Rajiv Sabharwal:

and seconded by [pause].

Mr. Kiran Joshi

Kiran.

Mr. Rajiv Sabharwal:

The Resolution has been proposed by Mr. Rakesh Bhatia and seconded by Mr. Kiran Joshi.

I now put the following Resolution at Item No. 3 of the Notice to vote as an Ordinary Resolution:

THOSE IN FAVOUR, please raise your hands.

THOSE AGAINST, please raise your hands.

Resolution passed unanimously.

(I am requesting Mr. Mehernosh Kapadia to take the Chair. Mr. Kapadia took the Chair for this Item.)

May I now request a Member to propose and another Member to second the Resolution at Item No. 4.

Resolution No. 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.

The Resolution has been proposed by [pause].

Mr. Avijit Bhattacharya

Avijit.

Mr. Mehernosh Kapadia:

and seconded by [pause].

Ms. Sarita Kamath

Sarita.

Mr. Mehernosh Kapadia:

The Resolution has been proposed by Mr. Avijit Bhattacharya and seconded by Ms. Sarita Kamath.

I now put the following Resolution at Item No. 4 of the Notice to vote as an Ordinary Resolution:

THOSE IN FAVOUR, please raise your hands.

THOSE AGAINST, please raise your hands.

Resolution passed unanimously.

(Mr. Kapadia vacated the Chair and requested Mr. Sabharwal to take the Chair. Mr. Sabharwal took the chair).

Since the business of the Meeting is completed, I hereby declare the Meeting as concluded.

All Members and Directors present:

Thank you.