

TATA CAPITAL HOUSING FINANCE LIMITED

Extraordinary General Meeting

Monday, March 27, 2023, 5.30 p.m. to 5.36 p.m.

Mr. Rajiv Sabharwal:

Dear Members,

I welcome you all to the Extraordinary General Meeting (“EGM” / “Meeting”) of Tata Capital Housing Finance Limited.

In accordance with the framework provided by the Ministry of Corporate Affairs vide its General Circular dated December 28, 2022 read with circulars dated April 13, 2020 and April 8, 2020 for conducting the EGM, this EGM is being convened through Video Conferencing (“VC”) via Microsoft Teams.

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

We have Mr. Mehernosh B. Kapadia and Mr. Sujit Kumar Varma, Independent Directors and Mr. Anil Kaul, Managing Director attending this Meeting. Ms. Malvika Sinha, Independent Director and Mr. Ankur Verma, Non-Executive Director are unable to attend the EGM owing to pre-occupation. We also have the Representative of the Joint Statutory Auditors and the Head - Internal Audit present at this EGM. The Secretarial Auditors, citing pre-occupation, have requested for exemption from attending the Meeting, which has been granted.

The Company has received Authorised Representation for 57,07,46,700 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 documents referred to in the Notice 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 EGM, are as under:

Resolution No. 1:

Ms. Anuradha E. Thakur has retired as an Independent Director of the Company with effect from end of day on December 30, 2022. The Company would like to place on record the invaluable contribution made by Ms. Thakur during her tenure, as an Independent Director of the Company.

Considering the skill, knowledge, expertise and vast experience of Ms. Malvika Sinha and based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company had approved the appointment of Ms. Sinha with effect from December 31, 2022, as an Additional Director of the Company, upto the next Annual General Meeting and as an Independent Director of the Company, for an initial term of five years, subject to the approval of the Members of the Company.

The approval of the Members is accordingly being sought for the appointment of Ms. Sinha, as an Independent Director of the Company, for an initial term of five years with effect from December 31, 2022, by way of a Special Resolution.

Now, with your permission, 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 of the EGM Notice.

Resolution No. 1: Appointment of Ms. Malvika Sinha (DIN: 08373142) as an Independent Director of the Company

The Resolution has been proposed by

Ms. Sarita Kamath:

Sarita.

Mr. Rajiv Sabharwal:

and seconded by [pause].

Mr. Mahadeo Raikar

Mahadeo

Mr. Rajiv Sabharwal:

The Resolution has been proposed by Ms. Sarita Kamath and seconded by Mr. Mahadeo Raikar.

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

[No queries raised]

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

THOSE IN FAVOUR, please raise your hands.

THOSE AGAINST, please raise your hands.

Resolution passed with requisite majority.

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

All Members and Directors present:

Thank you.