



**HOME
FINANCE**

Reliance Home Finance Limited

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ADDENDUM TO POSTAL BALLOT NOTICE DATED APRIL 26, 2024

Dear Members,

The Company had issued a Postal Ballot Notice dated April 26, 2024 together with the Statement thereto in accordance with the applicable provisions of the Companies Act, 2013, the rules made thereunder (the "Act") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations"), for seeking approval of members of the Company through postal ballot. The Postal Ballot Notice has already been circulated to all the Shareholders of the Company in due compliance with the provisions the Act and Listing Regulations.

On and from the date hereof, the Postal Ballot Notice dated April 26, 2024 shall always be read in conjunction with this Addendum and along with this Addendum which forms an integral part of the same Postal Ballot is also being uploaded on the website of the Company at www.reliancehomefinance.com, and on the website of the Stock Exchanges i.e., www.bseindia.com and www.nseindia.com

The Ordinary Resolutions under Item Nos. 4, 5 and 6 in the Postal Ballot Notice dated April 26, 2024 be modified as under:

Item No. 4 Appointment of Mr. Gopala Ramaratnam as an Independent Director.

To consider and, if thought fit, to pass the resolution mentioned in Postal Ballot Notice dated April 26, 2024 as a **Special Resolution**.

Item No. 5 Appointment of Mr. Ravishekhar Pandey as an Independent Director.

To consider and, if thought fit, to pass the resolution mentioned in Postal Ballot Notice dated April 26, 2024 as a **Special Resolution**.

Item No. 6 Appointment of Ms. Heena Jaysinghani as an Independent Director.

To consider and, if thought fit, to pass the resolution mentioned in Postal Ballot Notice dated April 26, 2024 as a **Special Resolution**.

The Statement pursuant to Section 102 of the Companies Act, 2013 to the Postal Ballot Notice dated April 26, 2024 setting out all the material facts with respect to Item Nos. 4, 5 and 6 is as follows:

Item No. 4

Mr. Gopala Ramaratnam was appointed as Independent Director of the Company by the Board of Directors on the recommendation of the Nomination and Remuneration Committee, to hold office for a consecutive term commencing from April 15, 2024 till he attains the age of 75 (seventy five) years i.e. December 31, 2026, in accordance with the provisions of Section 149 read with Schedule IV to the Act.

The Company has received a declaration from Mr. Gopala Ramaratnam that he meets the criteria of independence as prescribed both under Section 149(6) of the Act and under the Listing Regulations. In the opinion of the Board, Mr. Gopala Ramaratnam fulfils the condition specified in the Act, the Rules made thereunder and the Listing Regulations for his appointment as an Independent Director and that he is independent of the management.

Mr. Gopala Ramaratnam is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given his consent for appointment as an Independent Director of the Company.

Mr. Gopala Ramaratnam has confirmed his eligibility for being appointed as director and that he is neither disqualified nor restrained / debarred from holding the office as Director of the Company by virtue of any SEBI order or any other authority.

Keeping in view the above, it is proposed to seek approval of the Members to appoint Mr. Gopala Ramaratnam as an Independent Director on the Board of the Company, not liable to retire by rotation.

One Board Meeting was held from the date of his appointment till date and he has attended the same.

Brief Profile of Mr. Gopala Ramaratnam:

Mr. Gopala Ramaratnam, 72 years, has overall 35 years of experience in Audit, Vigilance & Risk Management. Earlier he had worked with RBL Bank, ABN AMRO & Bank of America. He has significant regional and global exposure and experience in credit, capital markets and general administration. He holds degree of Bachelor of Arts and certified lead Auditor for BS 7799 (Information Security Standard) from British Standard Institute, India, Master Blackbelt in Six Sigma, MR for ISO. He is an independent director on the board of Globesecure Technologies Limited and also a member of audit committee, nomination & remuneration committee and stakeholder's grievances committee of Globesecure Technologies Limited.

He is a Member of Audit Committee and Stakeholders Relationship Committee of the Company.

He is also on the board of Globesecure Technologies Limited and Mumbai Metro One Private Limited.

He is a member of Audit Committee, Stakeholder's Grievances Committee and Nomination and Remuneration Committee of Globesecure Technologies Limited.

He does not hold any share in the Company and does not hold any relationship with other Directors and Key Managerial Personnel of the Company.

Approval of Members is accordingly sought for appointment of Mr. Gopala Ramaratnam as an Independent Director as set out in the Item No. 4 of the Addendum dated May 7, 2024.

The terms and conditions of appointment of Mr. Gopala Ramaratnam shall be open for inspection by the Members at the Registered Office of the Company on all working days, except Saturdays, between 11:00 A.M. and 1:00 P.M., upto May 29, 2024.

Mr. Gopala Ramaratnam is interested in the resolution set out at Item No. 4 of the Addendum dated May 7, 2024 in regard to his appointment.

The relatives of Mr. Gopala Ramaratnam may be deemed to be interested in the resolution set out at Item No. 4 of the Addendum, to the extent of their equity shareholding interest, if any, in the Company.

Save and except the above, none of the other Directors, Key Managerial Personnel and their relatives are concerned or interested, financially or otherwise, in the resolution.

The Board accordingly recommends the Special Resolution set out at Item No. 4 of the accompanying Addendum for the approval of the Members.

Item No. 5

Mr. Ravishekhar Pandey was appointed as an Independent Director of the Company by the Board of Directors on the recommendation of the Nomination and Remuneration Committee, for a term up to 5 (five) consecutive years commencing from April 15, 2024, in accordance with the provisions of Section 149 read with Schedule IV to the Act.

The Company has received a declaration from Mr. Ravishekhar Pandey that he meets the criteria of independence as prescribed both under Section 149(6) of the Act and under the Listing Regulations. In the opinion of the Board, Mr. Ravishekhar Pandey fulfils the condition specified in the Act, the Rules made thereunder and the Listing Regulations for his appointment as an Independent Director and that he is independent of the management.

Mr. Ravishekhar Pandey is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given his consent for appointment as an Independent Director of the Company.

Mr. Ravishekhar Pandey has confirmed his eligibility for being appointed as director and that he is neither disqualified nor restrained / debarred from holding the office as Director of the Company by virtue of any SEBI order or any other authority.

Keeping in view the above, it is proposed to seek approval of the Members to appoint Mr. Ravishekhar Pandey as an Independent Director on the Board of the Company, not liable to retire by rotation.

One Board Meeting was held from the date of his appointment till date and he has attended the same

Brief Profile of Mr. Ravishekhar Pandey:

Mr. Ravishekhar Pandey, 28 years, is a practicing advocate, presently associated with Agama Law Associates as a Principal Associate. Advising and representing Securities and Exchange Board of India before Securities Appellate Tribunal and Bombay High Court. Regularly working on cases involving SEBI Act, SCRA Act, Companies Act, Regulations made under the SEBI Act, viz. Insider Trading Regulations, Takeover Regulations, PFUTP Regulations, LODR Regulations.

He is a Member of Nomination and Remuneration Committee and Corporate Social Responsibility (CSR) Committee of the Company.

He does not hold any share in the Company and does not hold any relationship with other Directors and Key Managerial Personnel of the Company.

Approval of Members is accordingly sought for appointment of Mr. Ravishekhar Pandey as an Independent Director as set out in the Item No. 5 of the Addendum dated May 7, 2024.

The terms and conditions of appointment of Mr. Ravishekhar Pandey shall be open for inspection by the Members at the Registered Office of the Company on all working days, except Saturdays, between 11:00 A.M. and 1:00 P.M., upto May 29, 2024.

Mr. Ravishekhar Pandey is interested in the resolution set out at Item No. 5 of the Addendum dated May 7, 2024 in regard to his appointment.

The relatives of Mr. Ravishekhar Pandey may be deemed to be interested in the resolution set out at Item No. 5 of the Addendum, to the extent of their equity shareholding interest, if any, in the Company.

Save and except the above, none of the other Directors, Key Managerial Personnel and their relatives are concerned or interested, financially or otherwise, in the resolution.

The Board accordingly recommends the Special Resolution set out at Item No. 5 of the accompanying Addendum for the approval of the Members.

Item No. 6

Ms. Heena Jaysinghani was appointed as an Independent Director of the Company by the Board with the recommendation of the Nomination and Remuneration Committee, for a term up to 5 (five) consecutive years commencing from April 15, 2024, in accordance with the provisions of Section 149 read with Schedule IV to the Act.

The Company has received a declaration from Ms. Heena Jaysinghani that she meets the criteria of independence as prescribed both under Section 149(6) of the Act, the Rules made thereunder and under the Listing Regulations. In the opinion of the Board, Ms. Heena Jaysinghani fulfils the condition specified in the Act and the Listing Regulations for her appointment as an Independent Director and that she is independent of the management.

Ms. Heena Jaysinghani is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given her consent for appointment as an Independent Director of the Company.

Ms. Heena Jaysinghani has confirmed her eligibility for being appointed as director and that she is neither disqualified nor restrained / debarred from holding the office as Director of the Company by virtue of any SEBI order or any other authority.

Keeping in view the above, it is proposed to seek approval of the Members to appoint Ms. Heena Jaysinghani as an Independent Director on the Board of the Company, not liable to retire by rotation.

One Board Meeting was held from the date of her appointment till date and she has attended the same.

Brief Profile of Ms. Heena Jaysinghani:

Ms. Heena Jaysinghani, 31 years, has over a decade of experience in various sector of Companies including Fortune 500 Companies working with Cement, BFSI, Textile, Construction and various other Business sectors. She is a Founder of Heena Jaysinghani & Co. possessed with great knowledge skills specialises in the field of Corporate Laws, Corporate Governance including Initial Public Offer, Delisting, Corporate Litigations, Acquisition / Takeover and other allied matter.

She is a Member of Nomination and Remuneration Committee and Corporate Social Responsibility (CSR) Committee of the Company.

She is also on the board of MOS Utility Limited.

She is a Member and Chairperson of Audit Committee and Member of Stakeholder's Grievances Committee and Nomination and Remuneration Committee of MOS Utility Limited.

She does not hold any share in the Company and does not hold any relationship with other Directors and Key Managerial Personnel of the Company.

Approval of Members is accordingly sought for appointment of Ms. Heena Jaysinghani as an Independent Director as set out in the Item No. 6 of the Addendum dated May 7, 2024.

The terms and conditions of appointment of Ms. Heena Jaysinghani shall be open for inspection by the Members at the Registered Office of the Company on all working days, except Saturdays, between 11:00 A.M. and 1:00 P.M., upto May 29, 2024.

Ms. Heena Jaysinghani is interested in the resolution set out at Item No. 6 of the Addendum in regard to her appointment.

The relatives of Ms. Heena Jaysinghani may be deemed to be interested in the resolution set out at Item No. 6 of the Addendum, to the extent of their equity shareholding interest, if any, in the Company.

Save and except the above, none of the other Directors, Key Managerial Personnel and their relatives are concerned or interested, financially or otherwise, in the resolution.

The Board accordingly recommends the Special Resolution set out at Item No. 6 of the accompanying Addendum for the approval of the Members.

Except for the information mentioned in this Addendum, all other contents/information mentioned in the Postal Ballot Notice dated April 26, 2024 shall remain unchanged.

The Additional information on independent directors recommended for appointment as required under Regulation 36 of the Listing Regulations and applicable Secretarial Standards has already been provided as Annexure-1 in the Postal Ballot Notice dated April 26, 2024.

In compliance with Regulation 44 of the Listing Regulations and pursuant to the provisions of Sections 108 and 110 of the Act read with the rules framed thereunder and the MCA Circulars, this addendum is being sent only through electronic mode to those Members whose e-mail address is registered with the Company / depository participant(s).

We would like to inform all those shareholders, who have already cast their votes in the ongoing postal ballot i.e. after the start of e-Voting towards the postal ballot but prior to receiving the addendum to postal ballot dated May 7, 2024, that if they wish to modify their votes in light of the information provided in the addendum can do so by writing an e-mail to the scrutinizer on or before May 29, 2024. The scrutinizer will ensure that any modifications to the votes are duly recorded and taken into consideration.

For Reliance Home Finance Limited

Krutika Gada

Company Secretary & Compliance Officer

Registered Office:

Reliance Home Finance Limited

Trade World, Kamala Mills Compound

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May 7, 2024