

TATA CAPITAL HOUSING FINANCE LIMITED

Extraordinary General Meeting

Monday, October 17, 2022, 10.00 a.m. to 10.05 a.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 May 5, 2022 read with circulars dated June 23, 2021, April 8, 2020, April 13, 2020 and December 8, 2021 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. Sujit Kumar Varma, Independent Director and Mr. Anil Kaul, Managing Director attending this Meeting. Mr. Mehernosh B. Kapadia, Independent Director and Chairman of the Nomination and Remuneration Committee (“NRC”), owing to his pre-occupation is unable to attend this EGM and has authorized me, being a Member of the NRC, to attend the EGM on his behalf. Ms. Anuradha E. Thakur, Independent Director and Chairperson of the Audit Committee (“Audit”), owing to her pre-occupation is unable to attend this EGM and has authorized Mr. Sujit Kumar Varma, being a Member of the Audit, to attend the EGM on her behalf. Mr. Ankur Verma, Non-Executive Director, is unable to attend the Meeting due to pre-occupation. We also have the Representative of the 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 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 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:

In accordance with the provisions of Sections 149, 152 of the Companies Act, 2013 and other applicable provisions, if any of the Companies Act, 2013 and applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company had at its meeting held on July 25, 2022 approved the re-appointment of Mr. Mehernosh B. Kapadia as an Independent Director of the Company, for a second term of five years, commencing from October 24, 2022 upto October 23, 2027, subject to approval of the Members of the Company 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: Re-appointment of Mr. Mehernosh B. Kapadia (DIN: 00046612) as an Independent Director of the Company

The Resolution has been proposed by

Mr. Rakesh Dhanuka:

Rakesh.

Mr. Rajiv Sabharwal:

and seconded by [pause].

Mr. Mahadeo Raikar

Mahadeo

Mr. Rajiv Sabharwal:

The Resolution has been proposed by Mr. Rakesh Dhanuka 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.