

MAHINDRA RURAL HOUSING FINANCE LIMITED

TRANSCRIPT OF THE EXTRAORDINARY GENERAL MEETING OF MEMBERS HELD ON 12.08.2020

Mr. Anuj Mehra: Good afternoon everyone! Welcome to the Extraordinary General Meeting (EGM) of Mahindra Rural Housing Finance Limited. Mr. Ramesh Iyer, Chairman, is unable to attend the Meeting due to personal reasons. May I request and propose Mr. V. Ravi to Chair this EGM and I request somebody to second the same.

Mr. S. Durgashankar: I second the same.

Mr. Anuj Mehra: I now request Mr. V. Ravi to take the Chair.

Mr. V. Ravi: Good afternoon everyone. I am V. Ravi, Non-Executive Non-Independent Director, I am participating through video conferencing from my residence in Mumbai. I welcome you all to the Extraordinary General Meeting of your Company. These are difficult times and I pray that all of our Members are safe and continue to maintain required precautions to remain safe. As the requisite quorum is present for the Meeting, I, as the Chairman of the EGM, call the Meeting to order.

In compliance with General Circular Nos. 14/2020, 17/2020 and 20/2020 issued by the Ministry of Corporate Affairs, this Meeting is being conducted through Video Conferencing without the physical presence of the Members at a common venue, to transact urgent business.

However, the proceedings of this Meeting shall be deemed to be conducted at the Registered Office of the Company.

The Company has taken the requisite steps to enable Members to participate and vote on the item being considered at this EGM.

The common instructions for participation at the Meeting have already been communicated to the Members through email. I take the same as read.

As prescribed by the MCA General Circular No. 14/2020 dated 8th April, 2020, the facility for joining the Meeting was opened 15 minutes prior to the time of the Meeting and will remain open 15 minutes after the scheduled time.

I now call upon the Directors who are on Video Conference to introduce themselves.

Mr. Jyotin Mehta: I am Jyotin Mehta, Independent Director and Chairman of the Audit Committee. I am participating in this Meeting through Video Conference from my residence at Mumbai

Mrs. Anjali Raina: I am Anjali Raina, Independent Director, attending this Meeting through Video Conference from my residence at Mumbai.

Mr. Anuj Mehra: I am Anuj Mehra, Managing Director, attending this Meeting through Video Conference from my residence at Mumbai.

Dr. Narendra Mairpady: I am Narendra Mairpady, Independent Director, attending this Meeting through Video Conference from my residence at Mumbai.

Mr. S. Durgashankar: I am S. Durgashankar, Non-Executive Non-Independent Director, attending this Meeting through Video Conference from my residence at Mumbai.

Mr. V. Ravi: Apart from the Directors, Mr. Navin Joshi, Company Secretary and Mr. Dharmesh Vakharia, Chief Financial Officer, are also participating in this Meeting through Video Conference from Mumbai.

We also have the representatives of Messrs. B S R & Co. LLP, Statutory Auditors and KSR & Co. LLP, Secretarial Auditors of the Company joining this Meeting from Mumbai and Coimbatore, respectively.

Since there is no physical attendance of Members, the requirement of appointing **PROXIES is not applicable**. 2 authorization covering 12,23,98,115 (Twelve crore Twenty-three lakh Ninty-eight thousand one hundred and fifteen) equity shares have been received.

The documents that are required to be kept open for inspection in terms of the Resolution are available for inspection through electronic mode and will be facilitated by Mr. Navin Joshi, Company Secretary.

In compliance with the aforesaid MCA Circulars the Notice of the EGM has been sent only through electronic mode, on **9th August, 2020**, to those Members whose email addresses are registered with the Company, the Registrar and Transfer Agent and Depositories. The meeting is being held at a shorter notice for which the consents from the requisite number of members holding requisite percentage of share capital, as prescribed under section 101 (1) of the Companies Act, 2013, have been received.

The Company has made all the efforts, feasible under circumstances, for enabling Members to participate and vote on the business being transacted at this EGM.

Since the Notice has already been circulated to all the Members, I take the Notice convening the Meeting as read. The Notice of the EGM has also been uploaded on the website of the Company.

The tenure of Dr. Narendra Mairpady, Independent Director expires today and it is proposed to re-appoint him for a second term of five years commencing from 13th August, 2020 to 12th August, 2025. All the details pertaining to the matter have been given in the notice of this Meeting and hence I will avoid repeating them here. Before I propose the resolution for re-appointment of Dr. Narendra Mairpady as an Independent Director of the Company, we would be happy to answer any queries or provide any clarifications which Members wish to ask or seek on the said resolution.

No questions were asked. Mr. Navin Joshi, Company Secretary confirmed that no questions had been received or clarifications sought by the members prior to the Meeting.

Mr. V. Ravi: I now propose the Resolution for the re-appointment of Dr. Narendra Mairpady as an Independent Director of the Company for a second term of five consecutive years commencing from 13th August, 2020 to 12th August, 2025, as described in the Notice of this Meeting.

I request someone from the Members present to second the Resolution.

Mr. Anuj Mehra: I second the resolution.

Mr. V. Ravi: I now put the Resolution to vote by way of show of hands. Those in favor please raise their hands.

Those against please raise their hands.

I confirm that requisite number of Members present have voted in favour of the Resolution and thus declare the resolution as carried unanimously.

Mr. Anuj Mehra: I would like to thank all the Members and the Directors for joining us today.

Thank you.
