

May 25, 2023

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai 400 001

BSE Scrip Code: 540709

National Stock Exchange of India Limited

Exchange Plaza, 5th Floor, Plot No. C/1,
G Block, Bandra Kurla Complex,
Bandra (East), Mumbai 400 051

NSE Scrip Symbol: RHFL

Dear Sir(s),

Sub.: Dispatch of Postal Ballot Notice

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the Postal Ballot Notice and the Postal Ballot Form are being sent today to the members of the Company. The same are being sent to the members of the Company whose names appear in the Register of Members / list of Beneficial owners as received from the depositories as on Friday, May 19, 2023 (Cut-off date) seeking their approval through Postal Ballot as per the requirements of Section 110 of the Companies Act, 2013 read with the Rules made thereunder. A person who is not a member of the Company as on the Cut-off date should treat the Notice for information purposes only.

In compliance with the relevant circulars issued by the Ministry of Corporate Affairs from time to time, the Postal Ballot Notice and the Postal Ballot Form are being sent only through electronic mode.

The Company has engaged the services of KFin Technologies Limited, Registrar and Transfer Agent of the Company ('KFIN'), for providing e-voting facility. E-voting period commences at 10:00 A.M. (IST) on Sunday, May 28, 2023 and ends at 5:00 P.M. (IST) on Monday, June 26, 2023. The detailed procedure for e-voting or voting through physical ballot is given in the Postal Ballot Notice and Postal Ballot Form. The result of Postal Ballot will be announced on or before 5:00 P.M on Wednesday, June 28, 2023.

A Copy of Notice of Postal Ballot and Postal Ballot Form are enclosed. The Postal Ballot Notice and Postal Ballot Form are also available on the website of the Company at www.reliancehomefinance.com and also on the website of KFIN at www.evoting.kfintech.com

Thanking you.

Yours faithfully,

For **Reliance Home Finance Limited**

Parul Jain

Company Secretary & Compliance Officer

Encl.: As Above.

Reliance Home Finance Limited

Registered & Corporate Office: The Ruby, 11th Floor, North-West Wing, Plot No. 29, Senapati Bapat Marg, Dadar (West), Mumbai 400 028
T +91 22 6838 8100 / F +91 22 6838 8360, E-mail: rhfl.investor@relianceada.com, Website: www.reliancehomefinance.com

Customer Service: T +91 22 4741 6400 / E-mail: customer@reliancehomefinance.com



**HOME
FINANCE**

Reliance Home Finance Limited

CIN: L67190MH2008PLC183216
The Ruby, 11th Floor, North-West Wing
Plot No. 29, Senapati Bapat Marg
Dadar (West), Mumbai 400 028
Tel.: +91 22 6838 8100, Fax: +91 22 6838 8360
Website: www.reliancehomefinance.com
E-mail: rhfl.investor@relianceada.com

**Notice pursuant to Section 110 of the Companies Act, 2013
read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014**

Notice is hereby given, to the Members of Reliance Home Finance Limited (the "Company") for seeking consent of Members of the Company for transacting the following special business by passing the following special resolution through Postal Ballot including Electronic Voting (e-Voting) pursuant to Section 110 of the Companies Act, 2013 and other applicable provisions, if any, of the Companies Act, 2013, read with the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for time being in force) read with the General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No.22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021, General Circular No. 20/2021 dated December 8, 2021, General Circular No. 3/2022 dated May 5, 2022 and General Circular No. 11/2022 dated December 28, 2022 issued by the Ministry of Corporate Affairs ("MCA") (hereinafter collectively referred to as "MCA Circulars"):

In compliance with the aforesaid MCA Circulars, this Postal Ballot Notice is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company / Depositories. If your e-mail address is not registered with the Company / Depositories, please follow the process provided in the Notes to receive this Postal Ballot Notice.

1. Re-appointment of Mr. Sushilkumar Agrawal as an Independent Director.

To consider and, if thought fit, to pass the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure

Requirements) Regulations, 2015 (the "Listing Regulations") (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and on the recommendations of the Nomination and Remuneration Committee and the Board of Directors of the Company (hereinafter referred to as 'the Board' which term shall be deemed to include any Committee which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this Resolution), Mr. Sushilkumar Agrawal (DIN:00400892), who was appointed as an Independent Director to hold office up to the age of 75 years i.e. up to June 27, 2023 and who has given his consent for the re-appointment as an Independent Director and submitted a declaration that he meets the criteria of Independence as provided under Section 149 of the Act and the Listing Regulations and is eligible for re-appointment as an Independent Director, be and is hereby re-appointed as an Independent Director on the Board of the Company, for a second term of 5 (five) consecutive years with effect from June 28, 2023.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

By Order of the Board of Directors

Parul Jain

Company Secretary & Compliance Officer

Registered Office:

The Ruby, 11th Floor, North-West Wing
Plot No. 29, Senapati Bapat Marg,
Dadar (West), Mumbai 400 028
CIN: L67190MH2008PLC183216
Website: www.reliancehomefinance.com

May 24, 2023

Notes:

1. The Statement pursuant to Section 102 of the Companies Act, 2013 (the "Act") setting out material facts concerning each item of business to be transacted is annexed hereto.
2. The Postal Ballot Notice along with Postal Ballot Form containing the process and instructions is being sent to all the Members, whose names appear in the Register of Members / list of beneficial owners as received from National Securities Depository Limited ('NSDL') / Central Depository Services (India) Limited ('CDSL') on Friday, May 19, 2023.
3. Members whose names appear on the Register of Members / List of Beneficial Owners as on Friday, May 19, 2023, will be considered for the purpose of voting. A person who is not a Member as on Friday, May 19, 2023 i.e. the 'cut-off date' for reckoning voting rights should treat this Notice for information purpose only.
4. Members may note that the Postal Ballot Notice will be available on the Company's website www.reliancehomefinance.com, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of KFIN Technologies Limited ('KFIN') at www.kfintech.com, the E-Voting Service Provider (ESP).
5. The Company has appointed Mr. Anil Lohia, or in his absence Mr. Khushit Jain, Partners, M/s. Dayal and Lohia, Chartered Accountants, as Scrutinizer for conducting voting process in a fair and transparent manner.
6. Members who wish to vote through Physical Form may download the Postal Ballot Form from the link provided in the e-mail or from the link <https://evoting.kfintech.com/showallevents.aspx> and send the duly completed and signed Postal Ballot Form to the Scrutinizer by post or courier at Mr. Anil Lohia / Mr. Khushit Jain, Scrutinizer for Postal Ballot, Reliance Home Finance Limited, C/o. KFIN Technologies Limited, Selenium Building, Tower - B, Plot No. 31 & 32, Financial District, Nanakramguda, Hyderabad, Telangana 500 032 so as to reach on or before 5.00 P.M. (IST) on Monday, June 26, 2023.
7. In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, from time to time, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations") and in terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 ('SEBI Circular'), the Members are provided with the facility to cast their vote electronically, through the e-Voting services provided by KFIN, on the resolution set forth in this Notice.
8. Members may vote on the postal ballot from Sunday, May 28, 2023 to Monday, June 26, 2023. In terms of the requirements of SEBI Circular, the e-Voting period begins at 10.00 A.M. (IST) on Sunday, May 28, 2023 and ends at 5.00 P.M. (IST) on Monday, June 26, 2023. Thereafter, the e-Voting module shall be disabled by KFIN.
9. Pursuant to SEBI Circular, e-Voting process has been enabled to all the individual demat account holders, by way of single login credential, through their demat accounts / websites of Depositories / DPs in order to increase the efficiency of the voting process.
10. Individual demat account holders would be able to cast their vote without having to register again with the E-Voting Service Provider (ESP) thereby not only facilitating seamless authentication but also ease and convenience of participating in e-Voting process. Shareholders are advised to update their mobile number and e-mail ID with their DPs to access e-Voting facility.
11. Kindly note that the Members can opt for only one mode of voting, i.e. either by physical postal ballot or by e-Voting. If you are opting for e-Voting, then do not vote by physical postal ballot also and vice versa. In case Members cast their vote by both physical postal ballot and e-Voting, it may be noted that vote cast by them by e-Voting shall prevail and votes cast through physical postal ballot will be treated as invalid.
12. Members are requested to carefully read the instructions given in the enclosed Postal Ballot Form. Postal Ballot Form duly completed with the Assent (FOR) or Dissent (AGAINST) and signed should be sent directly to the Scrutinizer as per the address mentioned in the Postal Ballot Notice, so as to reach the Scrutinizer not later than 5.00 P.M. on Monday, June 26, 2023 to be eligible for being considered, failing which, it will be strictly treated as if no reply has been received from the Member. The Scrutinizer will submit his report to the Board of Directors of the Company or to any person authorized by the Board of Directors after completion of the scrutiny and the results of the voting by postal ballot (including voting through electronic means) will be declared on or before 5.00 P.M. on Wednesday, June 28, 2023 at the Registered Office of the Company at The Ruby, 11th Floor, North-West Wing, Plot No. 29, Senapati Bapat Marg, Dadar (West), Mumbai 400 028, by placing it along with the Scrutinizer's report on its notice board, Company's website, www.reliancehomefinance.com and on the website of the agency KFIN at www.kfintech.com and shall also be communicated to the Stock Exchanges.
13. The resolution shall be taken as passed on the last date specified by the Company for receipt of duly completed postal ballot form and e-Voting.
14. Voting rights shall be reckoned on the paid-up value of shares registered in the name of the Member as on Friday, May 19, 2023. Members can vote for their entire voting rights as per their discretion.
15. Corporate / Institutional Members (i.e. other than individuals, HUF, NRI, etc.) opting for physical ballot are also required to send certified true copy of the board resolution / power of attorney / authority letter etc., together with attested specimen signature(s) of the duly authorized representative(s), to the Scrutinizer along with the Postal Ballot Form.
16. Relevant documents referred to in the accompanying notice are 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 June 26, 2023.

17. Members whose email address is not registered can register the same in the following manner:

- a. Members holding share(s) in physical mode can register their e-mail ID on the Company's website at <https://www.reliancehomefinance.com/web/guest/registration-of-shareholders-information> by providing the requisite details of their holdings and documents for registering their e-mail address; and
- b. Members holding share(s) in electronic mode are requested to register / update their e-mail address with their respective Depository Participants 'DPs' for receiving all communications from the Company electronically.

18. In case of Individual Shareholders holding securities in demat mode and who became a member of the Company after sending of the Notice and hold share(s) as of the cut-off date may follow steps mentioned below under 'Login method for e-Voting for Individual shareholders holding securities in demat mode'.

19. Voting through electronic mode:

The Company is pleased to offer e-Voting facility for its Members to enable them to cast their votes electronically instead of dispatching Postal Ballot Form. E-Voting is optional. The procedure and instructions for the same are as follows:

Step 1 Access to Depositories e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2 Access to KFIN e-Voting system in case of shareholders holding shares in physical and nonindividual shareholders in demat mode.

Details on Step 1 are mentioned below:

Login method for remote e-Voting for Individual shareholders holding securities in demat mode.

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	1. User already registered for IDeAS facility:
	I. Visit URL: https://eservices.nsdl.com
	II. Click on the "Beneficial Owner" icon under "Login" under 'IDeAS' section.
	III. On the new page, enter User ID and Password. Post successful authentication, click on "Access to e-Voting"
	IV. Click on company name or e-Voting service provider and you will be re-directed to e-Voting service provider website for casting the vote during the remote e-Voting period.
	2. User not registered for IDeAS e-Services
	I. To register click on link : https://eservices.nsdl.com
	II. Select "Register Online for IDeAS" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp
	III. Proceed with completing the required fields.
	IV. Follow steps given in points 1

Type of shareholders	Login Method
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3. Alternatively by directly accessing the e-Voting website of NSDL

- I. Open URL: <https://www.evoting.nsdl.com/>
- II. Click on the icon "Login" which is available under 'Shareholder/Member' section.
- III. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password / OTP and a Verification Code as shown on the screen.
- IV. Post successful authentication, you will requested to select the name of the company and the e-Voting Service Provider name, i.e. KFIN.

On successful selection, you will be redirected to KFIN e-Voting page for casting your vote during the remote e-Voting period.

Individual Shareholders holding securities in demat mode with CDSL	1. Existing user who have opted for Easi / Easiest
	I. Visit URL: https://web.cdslindia.com/myeasi/home/login or URL: www.cdslindia.com
	II. Click on New System Myeasi
	III. Login with your registered user id and password.
	IV. The user will see the e-Voting Menu. The Menu will have links of ESP i.e. KFIN e-Voting portal.
	V. Click on e-Voting service provider name to cast your vote
	2. User not registered for Easi/Easiest
	I. Option to register is available at https://web.cdslindia.com/myeasi/Registration/ EasiRegistration
	II. Proceed with completing the required fields.
	III. Follow the steps given in point 1
	3. Alternatively, by directly accessing the e-Voting website of CDSL
	I. Visit URL: www.cdslindia.com
	II. Provide your demat Account Number and PAN No.
	III. System will authenticate user by sending OTP on registered Mobile & Email as recorded in the demat Account.
	After successful authentication, user will be provided links for the respective ESP, i.e KFIN where the e- Voting is in progress.

Type of Shareholders	Login Method
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Individual Shareholder login through their demat accounts / Website of Depository Participant	<p>I. You can also login using the login credentials of your demat account through your DP registered with NSDL / CDSL for e-Voting facility.</p> <p>II. Once logged-in, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL / CDSL Depository site after successful authentication, wherein you can see e-Voting feature.</p> <p>III. Click on options available against company name or e-Voting service provider – KFIN and you will be redirected to e-Voting website of KFIN for casting your vote during the remote e-Voting period without any further authentication.</p>
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Important note: Members who are unable to retrieve User ID / Password are advised to use Forgot user ID and Forgot Password option available at respective websites. Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Securities held with NSDL	Please contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
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Securities held with CDSL	Please contact CDSL helpdesk by sending a request at helpdesk. evoting@cDSLindia.com or contact at 022-23058738 or 022-23058542-43
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Details on Step 2 are mentioned below:

Login method for e-Voting for shareholders other than Individual's shareholders holding securities in demat mode and shareholders holding securities in physical mode.

(A) Members whose email IDs are registered with the Company/ Depository Participant(s), will receive an email from KFIN which will include details of E-Voting Event Number (EVEN), USER ID and password.

They will have to follow the following process:

1. Launch internet browser by typing the URL: <https://emeetings.kfintech.com/>
2. Enter the login credentials (i.e. User ID and password). In case of physical folio, User ID will be EVEN (E-Voting Event Number) 7280, followed by folio number. In case of Demat account, User ID will be your DP ID and ClientID. However, if you are already registered with KFIN for e-Voting, you can use your existing User ID and password for casting the vote.
3. After entering these details appropriately, click on "LOGIN".
4. You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case

(A- Z), one lower case (a-z), one numeric value (0-9) and a special character (@, #, \$, etc.). The system will prompt you to change your password and update your contact details like mobile number, email ID etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.

5. You need to login again with the new credentials.
 6. On successful login, the system will prompt you to select the "EVEN" and click on "Submit"
 7. On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off Date under "FOR/AGAINST" or alternatively, you may partially enter any number in "FOR" and partially "AGAINST" but the total number in "FOR/ AGAINST" taken together shall not exceed your total shareholding as mentioned herein above. You may also choose the option ABSTAIN. If the Member does not indicate either "FOR" or "AGAINST" it will be treated as "ABSTAIN" and the shares held will not be counted under either head.
 8. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/ demat accounts.
 9. You may then cast your vote by selecting an appropriate option and click on "Submit".
 10. A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. Once you have voted on the resolution (s), you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the Resolution(s).
 11. Corporate/Institutional Members (i.e. other than Individuals, HUF, NRI etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution/Authority Letter etc., authorizing its representative to cast its vote through remote e-Voting, together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutinizer at email id scrutinizeragl@gmail.com with a copy marked to evoting@kfintech.com. The scanned image of the above-mentioned documents should be in the naming format "Corporate Name _ Even No."
- (B) Members whose email IDs are not registered with the Company/Depository Participants(s), and consequently the Postal Ballot Notice and e-Voting instructions cannot be serviced, will have to follow the following process:
- i. Members who have not registered their email address and in consequence the Postal Ballot Notice and e-Voting instructions cannot be serviced, may temporarily get their email address and mobile number provided with KFIN, by accessing the link:<https://ris.kfintech.com/clientservices/mobilereg/mobileemailreg.aspx>.
 - ii. Members are requested to follow the process as guided to capture the email address and mobile number for sending the soft copy of the notice and e-Voting instructions along with the User ID and Password. In case of any queries, member may write to [einward.ris@kfintech.com](mailto:ris@kfintech.com).

- iii. Alternatively, member may send an e-mail request at the email id einward.ris@kfintech.com along with scanned copy of the signed copy of the request letter providing the email address, mobile number, self-attested PAN copy and Client Master copy in case of electronic folio and copy of share certificate in case of physical folio for sending the Postal Ballot Notice and the e-Voting instructions.

Statement pursuant to Section 102 of the Companies Act, 2013 to the accompanying Notice dated May 24, 2023 setting out all the material facts:

Item No.1 Re-appointment of Mr. Sushilkumar Agrawal as an Independent Director.

The Members of the Company at the 12th Annual General Meeting held on June 23, 2020 had approved the appointment of Mr. Sushilkumar Agrawal as an Independent Director of the Company to hold office till he attains the age of 75 (seventy five) years i.e. June 27, 2023.

The Nomination and Remuneration Committee and Board of Directors, on the basis of the report of satisfactory performance evaluation has recommended re-appointment of Mr. Sushilkumar Agrawal as an Independent Director of the Company, for a second term of 5 (five) consecutive years, with effect from June 28, 2023, subject to the approval of the Members of the Company.

Mr. Agrawal is a person of integrity and has relevant skills, experience and expertise in the area of financial services and banking, for him to be appointed as an Independent Director on the Board of Directors of the Company. The Board of Directors of the Company is of the view that Mr. Agrawal possesses and has the requisite skills and has expertise in financial services sector having complex business and regulatory contexts, strategic planning and understanding of economic trends. He has leadership experience in handling financial management, as identified and required for an Independent Director of the Company.

Accordingly, based on the satisfactory performance evaluation of Mr. Sushilkumar Agrawal and given the background and contributions made by him during his tenure, the continued association would be beneficial to the Company, the Nomination and Remuneration Committee and the Board of Directors of the Company have recommended the re-appointment of Mr. Sushilkumar Agrawal as an Independent Director of the Company, for a second term of 5 (five) consecutive years with effect from June 28, 2023.

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

The Company has received a declaration from Mr. Sushikumar Agrawal confirming that he meets the criteria of independence as prescribed both under Section 149(6) of the Companies Act, 2013 (the 'Act') and under the Securities and Exchange Board of India (the "SEBI") (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'Listing Regulations'). In the opinion of the Board and based on the declaration of independence submitted by him, Mr. Sushikumar Agrawal fulfills the conditions 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. Sushilkumar Agrawal fulfil the Fit and Proper Criteria of Directors as per the requirements of RBI Master Direction – Non-Banking Financial Company – Housing Finance Company (Reserve Bank) Directions, 2021 and has submitted a declaration in this regard.

Mr. Agrawal has confirmed his eligibility for continuing as a 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.

Brief profile of Mr. Sushilkumar Agrawal:

Mr. Sushilkumar Agrawal, 74 years, is a practicing Chartered Accountant and the Senior Most Partner in M/s. N. D. Kapur & Co., Chartered Accountants. He has over the years developed special expertise in the Banking and Financial Services Industry. He has experience in servicing large and medium sized clients in the areas of Internal Audit, Concurrent Audits, IT Advisory, Taxation, Risk Management and Management Consultancy. He is a Certified Independent Director in many companies including Margo Finance Limited. He is also a Trustee in many Public Trusts engaged in the field of Social, Environment, Education and Health.

He is also a director on the board of Margo Finance Limited, Ana Cyber Forensic Private Limited, Globesecure Technologies Limited, Goldengadre Financial Services Limited, Reliance Health Insurance Limited, Indian Commodity Exchange Limited, Reliance Financial Advisory Services Private Limited, Reliance MediaWorks Limited and Reliance Wealth Management Limited.

He is member of audit committee and share transfer committee of Margo Finance Limited, chairman of audit committee of Reliance Health Insurance Limited, member of audit committee of Reliance Financial Advisory Services Private Limited and chairman of audit committee and stakeholders relationship committee of Reliance MediaWorks Limited.

Approval of Members is accordingly sought for re-appointment of Mr. Sushilkumar Agrawal as Independent Director as set out in the resolution at Item No. 1 of the accompanying Notice.

Mr. Sushilkumar Agrawal is interested in the resolution set out at Item No. 1 of the Notice in regard to his re-appointment.

The relatives of Mr. Sushilkumar Agrawal may be deemed to be interested in the resolution set out at Item No. 1 of the Notice, 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. 1 of the accompanying Notice for the approval of the Members.

By Order of the Board of Directors

**Parul Jain
Company Secretary & Compliance Officer**

Registered Office:

The Ruby, 11th Floor, North-West Wing
Plot No. 29, Senapati Bapat Marg
Dadar (West), Mumbai 400 028
CIN: L67190MH2008PLC183216
Website: www.reliancehomefinance.com
May 24, 2023

Annexure to Item No.1 of the Notice

1.	Name	Mr. Sushilkumar Agrawal
2.	DIN	00400892
3.	Date of Birth	June 28, 1948
4.	Age	74 years
5.	Date of first Appointment	January 23, 2020
6.	Qualification	Chartered Accountant (Practice)
7.	Brief details of experience and nature of expertise in specific functional area	Mr. Sushilkumar Agrawal is a practicing Chartered Accountant and the Senior Most Partner in M/s. N. D. Kapur & Co., Chartered Accountants. He has over the years developed special expertise in the banking and financial services industry. He has experience in servicing large and medium sized clients in the areas of internal audit, concurrent audits, IT advisory, taxation, risk management and management consultancy.
8.	Number of Board Meetings attended during the year (as on the date of this Notice)	During the financial year ending March 31, 2023, the Board met ten times. Mr. Agrawal attended all the ten Board Meetings.
9.	Terms and Conditions of appointment, including remuneration sought to be paid	Re-appointment as an Independent Director for a second term of 5 (five) consecutive years with effect from June 28, 2023. Not liable to retire by rotation. Mr. Sushilkumar Agrawal shall be paid remuneration by way of fee for attending meetings of the Board or Committees hereof or for any other purpose as may be decided by the Board.
10.	Remuneration last drawn (as on the date of this Notice)	During the financial year ended March 31, 2023, sitting fees of Rs.10.40 lakhs was paid to Mr. Agrawal.
11.	Date up to which the Director shall hold office	In the second term, Mr. Sushilkumar Agrawal will hold office till June 27, 2028.
12.	Directorships in other companies/ Positions in other Entities	(i) Margo Finance Limited (ii) Ana Cyber Forensic Private Limited (iii) Globesecure Technologies Limited (iv) Goldengadre Financial Services Limited (v) Reliance Health Insurance Limited (vi) Indian Commodity Exchange Limited (vii) Reliance Financial Advisory Services Private Limited (viii) Reliance MediaWorks Limited (ix) Reliance Wealth Management Limited (x) M/s. N. D. Kapur & Co., Chartered Accountants, Senior Partner
13.	Listed entities from which the Director resigned in the past three years	(i) Reliance Commercial Finance Limited (ii) Pranavaditya Spinning Mills Limited (company amalgamated)
14.	Memberships / Chairmanships of Committees (includes only Audit Committee and Stakeholders Relationship Committee)	(i) Margo Finance Limited – Member of Audit Committee and Share Transfer Committee (ii) Reliance Health Insurance Limited – Chairman of Audit Committee (iii) Reliance Financial Advisory Services Private Limited – Member of Audit Committee (iv) Reliance MediaWorks Limited – Chairman of Audit Committee and Stakeholders Relationship Committee (v) Reliance Home Finance Limited – Member of Audit Committee
15.	Relationship between Directors inter-se and Key Managerial Personnel of the Company	None
16.	No. of shares held in the Company	One

RELIANCE**HOME
FINANCE****Reliance Home Finance Limited**

CIN: L67190MH2008PLC183216

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Tel.: +91 22 6838 8100, Fax: +91 22 6838 8360

Website: www.reliancehomefinance.com

E-mail: rhfl.investor@relianceada.com

POSTAL BALLOT FORM**Despatch Ref. No.:****Postal Ballot No. :**

1	Name and registered address of the sole / first named Member (IN BLOCK LETTERS)	:	
2	Name(s) of the joint Member(s), if any, (IN BLOCK LETTERS)	:	
3	Registered Folio Number /DP ID No. / Client ID No. *	:	
4	Number of Share(s) held	:	

(Applicable to members holding share(s) in dematerialized form*)

I/We, hereby exercise my / our vote in respect of the following Special Resolution to be passed through Postal Ballot for the Special Business stated in the Notice dated May 24, 2023, of Reliance Home Finance Limited ("the Company") by sending my / our Assent (FOR) or Dissent (AGAINST) to the said Resolution by placing the tick mark (✓) at the appropriate column below:

Description of Business Item	No. of Equity Share(s) Held	I/We assent to the Resolution (FOR)	I/We dissent to the Resolution (AGAINST)
Re-appointment of Mr. Sushilkumar Agrawal as an Independent Director			

Signature of the Member

E-mail: _____ Tel. No. / Mobile No.: _____

The Company has engaged the services of KFin Technologies Limited ("KFIN") as the authorised agency for E-Voting Service Provider (ESP). The remote e-voting particulars are set out below:

EVEN (E-Voting Event Number)	User ID	Password / PIN
7280		

NOTE: Please read the printed instructions carefully before exercising your vote

1. Members who wish to vote through Physical Form may download the Postal Ballot Form from the link provided in the e-mail or from the link <https://evoting.kfintech.com/showallevents.aspx> and send the duly completed and signed Postal Ballot Form to the Scrutinizer by post or courier at Mr. Anil Lohia / Mr. Khushit Jain, Scrutinizer for Postal Ballot, Reliance Home Finance Limited, C/o. KFIN Technologies Limited, Selenium Building, Tower - B, Plot No. 31 & 32, Financial District, Nanakramguda, Hyderabad, Telangana 500 032.
2. Please convey your Assent / Dissent in this Postal Ballot Form. The Assent or Dissent received in any other physical form shall not be considered valid.
3. This Form must be completed and signed (as per specimen signature registered with the Company) by the Member. In case of Joint-holding, this Form must be completed and signed by the first named Member and in her/his absence, by the next named Member.
4. Postal Ballot Form with following deficiencies will be rejected:
 - a. A form other than this form issued by the Company has been used;
 - b. It has not been signed by or on behalf of the Member;
 - c. Signature on the Postal Ballot Form does not match the specimen signatures with the Company;
 - d. It is not possible to determine without any doubt the Assent or Dissent of the Member;
 - e. Neither Assent nor Dissent is mentioned;
 - f. Any competent authority has given directions in writing to the Company to freeze the Voting Rights of the Member;
 - g. The envelope containing the Postal Ballot Form is received after the last date prescribed;
 - h. The Postal Ballot Form, signed in a representative capacity, is not accompanied by a certified copy of the relevant specific authority;
 - i. It is defaced or mutilated in such a way that its identity as a genuine form cannot be established; and
 - j. Member has made any amendment to the Resolution or imposed any condition while exercising her/his vote.
5. The Scrutinizer's decision on the validity of the postal ballot / e-voting will be final.
6. The Postal Ballot / E-voting shall not be exercised by a proxy.
7. Duly completed Postal Ballot Form should reach the Scrutinizer not later than 5.00 P.M. on June 26, 2023. All Postal Ballot Forms received after this date will be strictly treated as if no reply has been received from the Member. The Scrutinizer will submit his report to the Board of Directors of the Company or to any person authorized by the Board of Directors after completion of the scrutiny and the results of the voting by postal ballot (including voting through electronic means) will be declared on or before 5.00 P.M. on Wednesday, June 28, 2023 at the Registered Office of the Company at The Ruby, 11th Floor, North-West Wing, Plot No. 29, Senapati Bapat Marg, Dadar (West), Mumbai 400 028, by placing it along with the Scrutinizer's report on its notice board, Company's website, www.reliancehomefinance.com and on the website of the agency KFIN at www.kfintech.com and shall also be communicated to the Stock Exchanges where the equity shares of the Company are listed.
8. In case of Shares held by companies, trusts, societies, etc., the duly completed Postal Ballot Form should be accompanied by a certified copy of Board Resolution / Authorisation together with the specimen signature(s) of the duly authorized signatories. (It is required only in case the signatories are other than the signatories whose specimen signatures are registered with the Company / KFIN).
9. Members whose names appear on the Register of Members / List of Beneficial Owners as on May 19, 2023 will be considered for the purpose of voting. A person who is not a Member as on May 19, 2023 i.e. the "Cut-off date" for reckoning voting rights should treat this Notice for information purpose only.
10. Members are requested not to send any other paper along with the Postal Ballot Form and any extraneous paper found in such envelope would be destroyed by the Scrutinizer.
11. There will be one Postal Ballot Form for every Folio / Client ID, irrespective of the number of joint holders.
12. The Members can opt for only one mode of voting. In case, Member(s) cast vote by sending physical form as well as vote through e-voting, then voting done through E-voting shall prevail and voting done by physical form shall be treated as invalid
13. Members may vote on the postal ballot from Sunday, May 28, 2023 to Monday, June 26, 2023. In terms of the requirements of SEBI Circular, the e-Voting period begins at 10.00 A.M. (IST) on Sunday, May 28, 2023 and ends at 5.00 P.M. (IST) on Monday, June 26, 2023. Thereafter, the E-Voting module shall be disabled by KFIN.
14. The detailed instructions for e-voting are included in the Postal Ballot notice. Any queries pertaining to voting by postal ballot including the remote e-voting process can be addressed to KFIN, Selenium Building, Tower - B, Plot No. 31 & 32, Financial District, Nanakramguda, Hyderabad, Telangana 500 032, Toll Free No. 1800 309 4001, E-mail: einward.ris@kfintech.com / evoting@kfintech.com. Members may also write to the Company at rhfl.investor@relianceada.com.