



ADITYA BIRLA HOUSING FINANCE LIMITED

TRANSCRIPT OF EXTRAORDINARY GENERAL MEETING

HELD ON

TUESDAY, MAY 17, 2022 AT 3.00 P.M. (IST)

THROUGH AUDIO-VIDEO MODE ON MICROSOFT TEAMS

Welcome Speech by Ms. Swati Singh, Company Secretary

Good Evening everyone. I welcome you all to the Extraordinary General Meeting ('EGM') of Aditya Birla Housing Finance Limited.

The EGM is being held at a Shorter Notice and the required consent of 95% of the members for holding EGM has been received pursuant to the provisions of Section 101 of the Companies Act, 2013.

The Meeting is being held through Audio-Video mode on Microsoft teams which is in accordance with the applicable General Circulars issued by the Ministry of Corporate Affairs in this regard.

Members are present in the EGM through Microsoft teams:

1. Aditya Birla Capital Limited (ABCL) through Authorised representative by Mr. Amber Gupta
2. Mr. A Dhananjaya
3. Mrs. Pinky Mehta
4. Mr. Govardhan Gupta
5. Mr. Mukesh Malik
6. Mr. Gopal Pamnani
7. Mr. Rajesh Bamania
8. Mr. Amber Gupta

We have the required Quorum present for this meeting.

Aditya Birla Housing Finance Limited

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Senapati Bapat Marg, Elphinstone Road, Mumbai 400 013.
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Registered Office:

Indian Rayon Compound, Veraval,
Gujarat -362 266
CIN: U65922GJ2009PLC083779





Introduction of Directors/ Auditors by Ms. Swati Singh, Company Secretary

We have Mrs. Anita Ramachandran, who is Independent Director and also the Nomination and Remuneration Chairperson and a member of Audit Committee authorised in this behalf to attend the EGM.

We also have Mr. V. Vhandrasekaran is the Chairman of the Audit Committee and a member of Nomination and Remuneration Committee, authorised in this behalf to attend the EGM.

We have Mr. Hasmukh Dedhia and Ms. Priya Vora, representative of Statutory Auditors, Khimji Kunverji & Co LLP.

We have representative from Secretarial Auditors, BNP & Associates, Ms. Nisha Gupta and representative from Debenture Trustees, Vistra ITCL (India) Limited, Mr. Sandesh Vaidya.

Election of Chairman – Ms. Swati Singh, Company Secretary

I request the Directors / Members present at the EGM to elect any one among themselves to Chair the EGM.

Mrs. Pinky Mehta proposed Mrs. Anita Ramachandran as the Chairperson for the meeting.

Mr. A. Dhananjaya seconded the same.

Thank you, I request Mrs. Anita Ramachandran to Chair the Meeting and commence the proceedings.

Mrs. Anita Ramachandran, Chairperson

A very good evening to one and all present here. It gives me great pleasure to welcome you all to the Extraordinary General Meeting of your Company.

Mr. Rakesh Singh and Mr. Ajay Srinivasan have expressed their inability to attend the Meeting due to pre-occupation and we need to give them leave of absence.

The Notice of this EGM has already been circulated to the all the Members of the Company electronically on email address(es) registered with the Company.

With the consent of the Shareholders present, I take the EGM Notice as read.

I now request the Company Secretary to take up the items of the Notice.



Ms. Swati Singh, Company Secretary

Items covered under resolution nos. 1 to 3, forms part of the Special Business and as such necessary explanations thereto have been provided in the Explanatory Statement forming part of the Notice of the EGM.

I now come to the **Item No. 1&2** of the Notice relating to “**Overall borrowings**” and “**Creation of charge**”

As provided for under Section 180(1)(c) of the Companies Act, 2013, the consent of the Members of the Company is required, by way of special resolution, to authorize Board of Directors to borrow money in excess of the Company’s paid up share capital and free reserves.

Consequent to the borrowings made/to be made, the Company may have to mortgage and/or create charge in accordance with section 180(1)(a) of the Companies Act, 2013 on the properties / other assets of the Company.

Accordingly, approval of the Members is being sought to borrow money and to create charge on assets of the Company for an amount not exceeding Rs. 20,000 Crore (Twenty Thousand Crore Only).

Details are provided in the explanatory statement forming part of the Notice of EGM.

I now request a Member to propose the said resolutions as Special Resolution.

- Mr. Rajesh Bamania, Member proposed the resolutions
- Mr. Gopal Pamnani, Member seconded the resolutions

Mrs. Anita Ramachandran, Chairperson

I put the resolutions to vote and request the Shareholders to say “YES” those in favour and “NO” those who are not in favour.

The Resolution is passed unanimously.

Ms. Swati Singh, Company Secretary

Item no. 3

Issuance of Secured/ Unsecured Non-Convertible Debentures (NCD) through private placement for an amount not exceeding Rs. 4000 Crore and Rs. 1000 Crore respectively.



The Board of Directors of your Company to augment its long-term resources, had approved borrowing of funds by issuance of Secured and Unsecured NCD's for an amount not exceeding Rs. 4,000 Crore and Rs.1000 Crore respectively.

Details are provided in the explanatory statement forming part of the Notice of EGM.

I now request a Member to propose the said resolution as Special Resolution.

- Mrs. Pinky Mehta, Member proposed the resolution
- Mr. Amber Gupta, Member seconded the resolution

Mrs. Anita Ramachandran, Chairperson

Thank you, I now put the resolution to vote and request Shareholders to say "YES" those who are in favour and "NO" those who are not in favour.

The Resolution is passed unanimously.

There being no other business would like to declare the meeting as concluded. I would like to take this opportunity to thank all the Directors, Members and Invitees for their co-operation and support.

Thank you.

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