

## Notice

Notice is hereby given that the 21<sup>st</sup> Annual General Meeting of the Members of **Reliance Commercial Finance Limited** will be held on, Friday, September 10, 2021 at 11:00 a.m. through Video Conferencing (VC) / Other Audio Visual Means (OAVM), to transact the following business:

### Ordinary Business:

#### 1. To consider and adopt:

- a) the audited financial statement of the Company for the financial year ended March 31, 2021 and the reports of Board of Directors and Auditors thereon; and
- b) the audited consolidated financial statement of the Company for the financial year ended March 31, 2021 and the reports of Auditors thereon.

2. To appoint a Director in place of Mr. Dhananjay Tiwari (DIN: 08382961), who retires by rotation under the provisions of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

3. To consider appointment of Statutory Auditor.

“RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Rules made there under (hereinafter referred to as ‘Act’) (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and pursuant to Guidelines issued by the Reserve Bank of India (RBI) for Appointment of Statutory Central Auditors (SCAs) / Statutory Auditors (SAs) of Commercial Banks (excluding RRBs), UCBs and NBFCs (including HFCs), M/s. O P Bagla & Co LLP, Chartered Accountants (Firm Registration No. 000018N/N500091), who have confirmed their eligibility for the appointment pursuant to Section 141 of the Act, as Statutory Auditors of the Company, be and are hereby appointed as the Statutory Auditors of the Company for a term of three consecutive years, to hold office from the conclusion of this Annual General Meeting till the conclusion of the 24th Annual General Meeting, subject to the firm satisfying the eligibility norms each year as laid down by RBI and on such remuneration as may be fixed by the Board of Directors.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized 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  
Amisha Depda  
Company Secretary & Compliance Officer

Registered Office:

7<sup>th</sup> Floor, B-Wing, Trade World,  
Kamala Mills Compound, S.B. Marg,  
Lower Parel, Mumbai 400 013  
CIN: U66010MH2000PLC128301  
Website: [www.reliance money.co.in](http://www.reliance money.co.in)  
May 7, 2021

Notes:

1. There is no special business transacted at the Annual General Meeting (the "Meeting") therefore, statement pursuant to Section 102(1) of the Companies Act, 2013, relating to the special business is not annexed.
2. In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs ("MCA") has vide its circular dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") permitted the holding of the "AGM" through Video Conferencing (VC) / Other Audio-Visual Means (OAVM), without the physical presence of the Members at a common venue. Accordingly, in compliance with the provisions of the Act, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and MCA Circulars, the AGM of the Company is being held through VC / OAVM.
3. The AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
4. Corporate Members intending to send their authorised representatives to attend the Meeting are requested to send to the Company a certified true copy of their board resolution authorising their representatives to attend and vote on their behalf at the Meeting.
5. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
6. Members who hold shares in electronic form are requested to write their DP ID and Client ID numbers and those who hold shares in physical form are requested to write their Folio number in the attendance slip for attending the Meeting to facilitate identification of membership at the Meeting.
7. 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 the date of Meeting.
8. In compliance with the aforesaid MCA Circulars and SEBI Circular dated May 12, 2020, Notice of the AGM is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/ CDSL / NSDL ("Depositories"). Members may note that the Notice will also be available on the Company's website [www.reliancemoney.co.in](http://www.reliancemoney.co.in), and on the website of Karvy Fintech Private Limited [www.karvy.com](http://www.karvy.com)
9. Re-appointment of Director

At the ensuing Annual General Meeting, Mr. Dhananjay Tiwari, Director of the Company retires by rotation under the provisions of the Companies Act, 2013 and being eligible, offers himself for re-appointment. The Board of Directors of the Company have recommended the re-appointment.

The details pertaining to Mr. Dhananjay Tiwari are furnished hereunder:

Mr. Dhananjay Tiwari aged, 54 years holds a Bachelor of Engineering degree and a Master of Business Administration from The Maharaja Sayajirao University of Baroda, has more than 25 years of diverse experience in risk monitoring and containment, underwriting, new product development and credit and financial compliance. Mr. Dhananjay has worked with HDFC Bank for 14 years where he headed the underwriting division. Prior to joining HDFC Bank, he has handled business roles at Kotak, Ford Credit and GLFL. He has been a strong advocate of the concept of using technology for process improvisation for deriving higher operational efficiency, productivity and cost saving.

He is a Whole time director designated as Executive Director of the Company appointed with effect from March 1, 2019. He has attended all the Board Meetings held during the financial year 2020-21.

He also serves on the Board of Reliance Capital Limited. He is a member of Audit Committee and Risk Management Committee of Reliance Commercial Finance Limited.

In terms of Section 152(6) of the Act, he was appointed as an Executive Director at the Annual General Meeting held on September 30, 2019, liable to retire by rotation and paid a remuneration as per the existing approved terms and conditions.

He fulfills the Fit and Proper Criteria of Directors as the requirement of Master circular – 'Non – Banking Financial Companies- Corporate Governance (Reserve bank) Directions, 2015' and has given his declaration in this regard.

He does not by himself or for any other on a beneficial basis, holds any shares in the Company. He does not hold any relationship with other Directors and Key Managerial Personnel of the Company. The terms and conditions of his appointment shall be open for inspection by the Members and shall be so made available for inspection in physical or in electronic form during specified business hours at the Registered Office of the Company on all working days, except Saturdays between 11:00 A.M. and 1:00 P.M. up to the date of Meeting and copies thereof shall also be made available for inspection in physical or electronics form at the Meeting.

By Order of the Board of Directors  
Amisha Depda  
Company Secretary & Compliance Officer

Registered Office:

7<sup>th</sup> Floor, B-Wing, Trade World,  
Kamala Mills Compound, S.B. Marg,  
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July 31, 2021