



**S. N. ANANTHASUBRAMANIAN & CO**  
**Company Secretaries**

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ICSI Unique Code: P1991MH040400

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**15<sup>th</sup> November, 2019**

To,

**IDBI Trusteeship Services Limited**

Asian Bldg., Ground Floor,  
17, R. Kamani Marg, Ballard Estate,  
Mumbai - 400001

Dear Sir,

At the outset, we express our gratitude to IDBI Trusteeship Services Limited, the Debenture Trustee, for appointing us as Scrutinizer for the remote e-voting process and voting by holders of Redeemable, Non-Convertible Debentures issued by Reliance Home Finance Limited by way of Public Issue vide Information Memorandum dated 15<sup>th</sup> December, 2016 at the Meeting of the Debenture holders held on 14<sup>th</sup> November, 2019.

We are pleased to submit the Scrutinizer's Report, which is comprehensive and self-explanatory in all respects.

**Aparna Gadgil**  
**Partner**



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### **SCRUTINIZER'S REPORT**

<b>Name of the Company</b>	Reliance Home Finance Limited [CIN: L67190MH2008PLC183216]
<b>Meeting</b>	Meeting of holders of debentures issued by Reliance Home Finance Limited by way of public issue vide Information Memorandum dated 15 <sup>th</sup> December, 2016
<b>Day, Date &amp; Time</b>	Thursday, 14 <sup>th</sup> November 2019 at 02:30 p.m.
<b>Venue</b>	SBI Auditorium, SBI Bhavan, Nariman Point, Mumbai – 400021.

#### **1. Appointment as Scrutinizer**

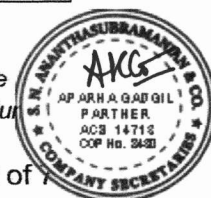
We are appointed as Scrutinizer by IDBI Trusteeship Services Limited ("ITSL"/ "Debenture Trustee") for remote e-voting process as well as the voting conducted at the Meeting of holders of debentures issued by Reliance Home Finance Limited ("the Company") by way of public issue held on 14<sup>th</sup> November, 2019 ("Meeting").

#### **2. Dispatch of Notice convening the Meeting**

The Debenture Trustee has informed that the Company issued secured and unsecured Debentures through public issue. Summary of Debenture holders as on the Cut-off date, is as follows:

<b>Reliance Home Finance Limited – Public Issue – ISIN Details</b>				
<b>Sr. No.</b>	<b>ISIN</b>	<b>No. of Debenture Holders</b>	<b>No. of Debentures Issued</b>	<b>Type of Issue</b>
01	INE217K07AB6	18	81,20,000	Secured
02	INE217K07AC4	5441	1,05,46,404	Secured

Report of Scrutinizer on remote e-voting process and voting by holders of Redeemable, Non-Convertible Debentures issued by Reliance Home Finance Limited by way of Public Issue vide Information Memorandum dated 15<sup>th</sup> December, 2016 at the Meeting of Debenture holders held on 14<sup>th</sup> November, 2019





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Reliance Home Finance Limited – Public Issue – ISIN Details				
Sr. No.	ISIN	No. of Debenture Holders	No. of Debentures Issued	Type of Issue
03	INE217K07AD2	21	16,59,105	Secured
04	INE217K07AE0	6628	33,36,049	Secured
05	INE217K07AF7	41	1,28,169	Secured
06	INE217K07AG5	6810	23,93,014	Secured
07	INE217K08271	11	25,00,300	Unsecured
08	INE217K08289	1337	18,56,793	Unsecured

The Debenture Trustee has informed that on the basis of the Register of Debenture holders and the list of Beneficial Owners made available by the Company the Debenture Trustee completed dispatch of Notice of the Meeting as under:

- By E-mail on 22<sup>nd</sup> October, 2019;
- By Speed Post on 23<sup>rd</sup> October, 2019

The Debenture Trustee published the Notice of the Meeting in all editions of Business Standard in English and in a Marathi language newspaper Sakal on 23<sup>rd</sup> October, 2019.

### 3. Cut-off Date

Voting rights were reckoned as on **Monday, 30<sup>th</sup> September, 2019** being the Cut-off Date for the purpose of deciding the entitlements of Debenture holders for remote e-voting and voting at the Meeting.

### 4. Remote e-voting process

#### 4.1 Agency

The Debenture Trustee appointed Central Depositories Services (India) Limited (CDSL) as the agency for providing the remote e-voting platform.





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### **4.2 Remote e-voting period**

Remote e-voting platform was open from **09:00 a.m. on Monday, 11<sup>th</sup> November, 2019 till 5:00 p.m. on Wednesday, 13<sup>th</sup> November, 2019** and Debenture holders were required to cast their votes electronically conveying their assent or dissent in respect of the Resolution on the remote e-voting platform provided by CDSL.

### **5. Voting at the Meeting**

- 5.1 To ensure that the Debenture holders who have cast their votes through remote e-voting do not vote again at the meeting, we were provided access to only such details relating to Debenture holders such as their names, DP ID & Client ID/ Folios, number of debentures held but not the manner in which they have voted after closure of the period of remote e-voting and before the commencement of the Meeting.
- 5.2 At the request of Debenture Trustee, CDSL provided electronic voting facility at the venue of the Meeting to the Debenture holders who had not cast their votes through remote e-voting to cast their votes.

### **6. Counting Process**

- 6.1 On completion of voting at the Meeting, CDSL provided us with the list of Debenture holders who had cast their votes with their holding details and details of votes cast on the Resolution.
- 6.2 Votes were reconciled with the records maintained by Karvy Fintech Private Limited and Debenture Trustee / Satellite Corporate Services Private Limited with respect to the authorizations/ proxies lodged with the Debenture Trustee.
- 6.3 We unblocked the remote e-voting results on the CDSL remote e-voting platform in the presence of Mr. S. N. Viswanathan and Mr. Aditya Ambastha and downloaded the remote e-voting results.





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#### **7. Results**

7.1 We observed that:

- a. **71** Debenture holders had cast their votes at the Meeting.
- b. **106** Debenture holders had cast their votes through remote e-voting.

7.2 As voting for secured as well as unsecured Debenture holders were held together, we segregated the votes cast under each of the category before tabulating the results.

7.3 Consolidated Results of remote e-voting and voting at the Meeting with respect to the item on the agenda as set out in the Notice of the Meeting dated 18<sup>th</sup> October, 2019 for secured and unsecured Debenture holders is enclosed herewith.

**Aparna Gadgil**  
Partner



**ACS : 14713**  
**COP No. : 8430**

**15<sup>th</sup> November, 2019**  
**Thane**



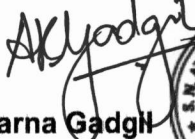
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**CONSOLIDATED RESULTS (SECURED DEBENTURE HOLDERS)**

**Item No. 1:** To note Non-Maintenance of DRR, Disposal of Security, Non-Maintenance of Security Cover, Payment Defaults, Related Party Transactions, Resignation of Statutory Auditors, Dilution of Promoter Shareholding, Credit Rating downgrade, events of default in terms of DTDs and enforcement of security provided pertaining to the debentures issued by the Company and further to amend DTDs & authorise Debenture Trustees to do various acts to protect interest of Debenture Holders as advised by majority of Debenture Holders.

Particulars	Remote e-voting		Voting at the Meeting		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	100	89,83,585	63	33,88,627	163	1,23,72,212	78.4426
Dissent	2	100	3	34,00,000	5	34,00,100	21.5574
Total	102	89,83,685	66	67,88,627	168	1,57,72,312	100.0000

Based on the aforesaid result, we report that, Secured Debenture Holders have **PASSED** the **Resolution** as contained in **Item No. 1** of the Notice of the Meeting dated 18<sup>th</sup> October, 2019 **with requisite majority**

  
**Aparna Gadgil**  
Partner



**ACS : 14713**

**COP No. : 8430**

**15<sup>th</sup> November, 2019**

**Thane**



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**CONSOLIDATED RESULTS (UNSECURED DEBENTURE HOLDERS)**

**Item No. 1:** To note Non-Maintenance of DRR, Disposal of Security, Non-Maintenance of Security Cover, Payment Defaults, Related Party Transactions, Resignation of Statutory Auditors, Dilution of Promoter Shareholding, Credit Rating downgrade, events of default in terms of DTDs and enforcement of security provided to the debentures issued by the Company and further to amend DTDs & authorise Debenture Trustees to do various acts to protect interest of Debenture Holders as advised by majority of Debenture Holders.

Particulars	Remote e-voting		Voting at the Meeting		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	6	3,675	3	12,698	9	16,373	0.6698
Dissent	0	0	3	24,28,000	3	24,28,000	99.3302
Total	6	3,675	6	24,40,698	12	24,44,373	100.0000

Based on the aforesaid result, we report that, Unsecured Debenture Holders have **NOT PASSED** the **Resolution** as contained in **Item No. 1** of the Notice of the Meeting dated 18<sup>th</sup> October, 2019 with requisite majority.

  
**Aparna Gadgil**  
Partner



ACS : 14713  
COP No. : 8430

15<sup>th</sup> November, 2019  
Thane