

RHFL/SE/33/2020-21

September 30, 2020

National Stock Exchange of India Limited,
Exchange Plaza,
Bandra Kurla Complex, Bandra (E)
Mumbai-400 051

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001

Kind Attn: Listing Department

Respected Sir,

Sub: Proceedings of the 20th Annual General Meeting held on September 30, 2020 pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

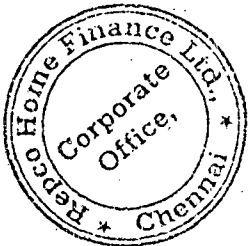
In terms of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the Proceedings of the 20th Annual General Meeting of the Members of the Company held on September 30, 2020 at 11.30 A.M through Video Conference (VC) / Other Audio Visual Means (OAVM).

This is submitted for information and records.

Thanking You,

Yours Faithfully,


Company Secretary



PROCEEDINGS OF THE 20th ANNUAL GENERAL MEETING OF THE COMPANY HELD ON SEPTEMBER 30, 2020 AT 11.30 AM THROUGH VIDEO CONFERENCE (VC) / OTHER AUDIO VISUAL MEANS (OAVM).

The meeting commenced at 11.30 A.M.

Directors Present:

Shri.T.S.KrishnaMurthy	Chairman
Shri.Yashpal Gupta	Managing Director
Shri.Dinesh Ponraj Oliver	Director
Shri.K.Sridhar	Director (Chairman of the Audit Committee)
Shri.G.R.Sundaravadivel	Director (Chairman of Nomination & Remuneration Committee and Stakeholders Relationship Committee)
Shri.V.Nadanasabapathy	Director
Shri.L.Munishwar Ganesan	Director
Smt.R.S.Isabella	Director
Smt.Sumithra Ravichandran	Director

In Attendance:

Shri.K. Prabhu	Company Secretary
Shri.T.Karunakaran	Chief Financial Officer
Shri.Aniruddh Sankaran	Statutory Auditor (M/s.Batliboi Associates LLP)
Shri.G.Ramachandran	Practicing Company Secretary, Secretarial Auditor & Scrutinizer (E-voting & Poll)

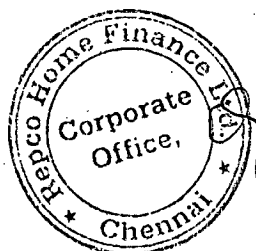
Members present:

47 Members attended the meeting through video conferencing.

Shri.T.S.KrishnaMurthy, Chairman of the Board of Directors who by virtue of Article 64 of the Articles of Association of the Company is also the Chairman of the General Meetings of the Company took the Chair and presided over the meeting.

The Chairman noted that 47 members were present through video conferencing. The requisite quorum being present pursuant to section 103 of the Companies Act, 2013, he declared the meeting to be in order. The Chairman welcomed the members to the meeting. He informed that the Meeting is being held through VC/ OAVM provided by M/s. KFin Technologies Private Limited, in accordance with the circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India.

The Chairman introduced the Directors and Key Managerial Personnel to the members.



The Chairman further informed the presence of Shri. Aniruddh Sankaran, representing M/s. S.R. Batliboi & Associates LLP, Chartered Accountants, Statutory Auditors and Shri.G.Ramachandran, M/s.G.Ramachandran & Associates, Secretarial Auditor & Scrutinizer.

The Chairman provided general instructions to the members regarding participation in this meeting.

The Chairman informed that the Facility for joining this meeting through VC/ OAVM means is made available for the members on a first-come-first-served basis and have been provided with the facility to exercise their right to vote by electronic means, both through remote e-voting and e-voting at the AGM in accordance with the provisions of the Companies Act, 2013 and SEBI Listing Regulations.

The Chairman informed the Shareholders that the Registers as required under the Companies Act, 2013 were made available for inspection by the members during AGM. He further informed that since the AGM is held through video conference, the facility for appointment of proxies by the members was not applicable and hence the proxy register for inspection is not available.

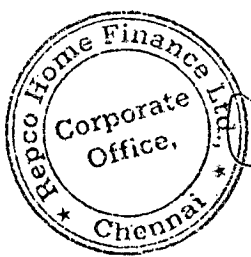
The Chairman informed the members that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company extended the e-voting facility provided M/s. KFin Technologies Private Limited to all the members of the Company who were holding Equity Shares as on the cut-off date September 23, 2020, in respect of businesses transacted at this Annual General Meeting. The e-voting commenced at 9.00 A.M. on September 27, 2020 and ended at 5.00 P.M. on September 29, 2020. Mr.G.Ramachandran Practicing Company Secretary was appointed as the Scrutinizer for the e-voting process.

The Chairman informed that the members who have not cast their vote through remote e-voting may cast their vote after conclusion of AGM and the e-voting platform provided by M/s. KFin Technologies Private Limited will be open for 15 minutes.

The Chairman commenced his speech on the major developments during the financial year 2019-20 and the current year, including impact of the COVID-19 pandemic on the Company.

With permission of the Members, Notice convening the Annual General Meeting, Audited Financial Statements and Directors' Report thereto were taken as read.

The Chairman stated that there were no qualifications, comments or observations in the Auditors' Report and with the permission of the members, the Auditors' Report were taken as read.



Shri.R.Varadarajan (DP ID- IN301313, Client ID 20425962), the erstwhile Managing Director of the Company who had registered as speaker for the meeting, interacted during the meeting. Then the Chairman and Chief Financial Officer responded to various queries raised / clarifications sought by the members viz., Shri.J.Abhishek (DP ID- IN301637, Client ID 41359155), Shri. T.E.Thiruvengadam (Folio No. RHF0000006) and Shri.A Rajagopalan (DP ID & Client ID-1203760000973782).

The following items of business were transacted at the meeting:

1. Adoption of accounts
2. Declaration of dividend
3. Re-appointment of Shri.L.Munishwar Ganesan
4. Offer or invite subscription for Non-Convertible Debentures (NCD) and Commercial Paper (CP) aggregating to Rs. 4000 Crore and Rs.1000 Crore respectively on private placement.

The Chairman informed that the results of remote e-voting and e-voting at the AGM would be declared within 48 hours of the conclusion of the meeting. The combined results will be informed to Stock exchanges (NSE & BSE) and will also be placed on the website of the Company and M/s. KFin Technologies Private Limited.

As there was no other business to be transacted the Chairman declared the meeting as closed at 12.23 P.M.

