

**REPCO HOME FINANCE LIMITED.**

(Promoted by Repco Bank-Govt. of India Enterprise)

CIN : L65922TN2000PLC044655

RHFL/SE/26/2021-22**31st August 2021**

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: Annual Report 2020-21, Notice of 21st Annual General Meeting (AGM) and Book Closure Dates for purpose of Annual General Meeting (AGM) / Dividend

Ref: Regulation 30, 34 and 42 of SEBI Listing Obligations and Disclosure Requirements Regulations, 2015

Pursuant to Regulation 30 and 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. please find enclosed herewith the Annual Report of the Company for the Financial year 2020-21 together with the Notice of the 21st Annual General Meeting scheduled to be held on Thursday, 23rd September, 2021 at 11:00 AM through Video Conference/ Other Audio Visual Means.

We are commencing the process of sending the said documents by e-mail today i.e., 31st August 2021 to the Members, who had registered their e-mail IDs.

The above mentioned documents are made available on the website of the Company at <https://www.repcohome.com/financial-information>.

The schedule of events is set out below:

Cut-off date to vote on AGM resolutions	16 th September, 2021
Commencement of Remote e-voting	20 th September, 2021 (9:00 AM)
End of Remote e-voting	22 nd September, 2021 (5:00 PM)
Annual General Meeting	23 rd September, 2021 (11:00 AM)



Corporate Office : 3rd Floor, Alexander Square, New No : 2 (Old No. 34 & 35) Sardar Patel Road, Guindy, Chennai - 600 032.
Phone : 044 - 42106650 Fax : 044 - 42106651 E-mail : co@repcohome.com, www.repcohome.com

Registered Office : 'REPCO TOWER', No : 33, North Usman Road, T.Nagar, Chennai - 600 017. Phone : 044-28340715 / 4037 / 2845

Pursuant to Regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby inform you that the Registrar of Members and Share Transfer Books of the Company shall remain closed from 17th September 2021 to 23rd September 2021 (both days inclusive) for the purpose of payment of dividend for the financial year 2020-21 and the 21st Annual General Meeting.

The dividend if any approved by the members at the ensuing Annual General Meeting will be paid within 30 days of declaration of dividend to the shareholders.

This is submitted for information and records.

Thanking You,
Yours Faithfully,
For Repco Home Finance Limited



Ankush Tiwari
Company Secretary & Compliance Officer
M.No.A38879



REPCO HOME FINANCE LIMITED

CIN- L65922TN2000PLC044655

Registered Office: Repco Tower, No. 33, North Usman Road, T. Nagar, Chennai 600 017

Corporate office: Third Floor, Alexander Square, Old No.34 & 35, New No.2,

Sardar Patel Road, Guindy, Chennai – 600032

Ph: (044) - 42106650 Fax: (044) – 42106651; E-mail: cs@repcohome.com

Website: www.repcohome.com

NOTICE OF THE 21ST ANNUAL GENERAL MEETING

NOTICE is hereby given that the 21st Annual General Meeting of the members of Repco Home Finance Limited will be held on Thursday, 23rd September 2021 at 11.00 A.M. through Video Conferencing/ Other Audio Visual Means, to transact the following business. The venue of the meeting shall be deemed to be the Corporate Office of the Company at Third Floor, Alexander Square, Old No.34 & 35, New No.2, Sardar Patel Road, Guindy, Chennai – 600032

ORDINARY BUSINESS

1. Adoption of accounts

To receive, consider and adopt:

(a) The Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2021 and the Reports of the Board of Directors and Statutory Auditors thereon;

(b) The Audited Consolidated Financial Statements for the Financial Year ended March 31, 2021, together with the Report of Statutory Auditors thereon.

2. Declaration of dividend

To declare a dividend of Rs.2.50 per equity share for the financial year ended March 31, 2021.

3. Re-appointment of Smt. R.S.Isabella

To appoint a Director in place of Smt. R.S.Isabella, (DIN 06871120), who retires by rotation and being eligible, offers herself for re-appointment.

SPECIAL BUSINESS

4. Appointment of Statutory Auditors

To consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary resolution:

“RESOLVED THAT pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014 and Reserve Bank of India guidelines on appointment of statutory auditors of banks and NBFCs (including any statutory modifications, or re-enactments thereof for the time being in force), M/s. Chaturvedi & Co., Chartered Accountants, (Firm Registration No. 302137E) be and are hereby appointed as the Statutory Auditor 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 24th Annual General Meeting, at a remuneration of Rs.17.50 Lakhs plus applicable taxes towards statutory audit fee and Rs.7.50 Lakhs plus applicable taxes per year for quarterly limited review, totaling to Rs. 25,00,000/- plus applicable taxes per year, excluding certification fees and out of pocket expenses which will be over and above the fee approved.”

5. Appointment of Smt. Jacintha Lazarus, I.A.S (DIN:08995944) as a Director liable to retire by rotation:

To consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary resolution:

"RESOLVED THAT Smt. Jacintha Lazarus, I.A.S (DIN 08995944) who was appointed as an Additional Director of the Company on 11th February 2021 pursuant to Section 161(1) of the Companies Act, 2013 and who holds office upto the date of this annual general meeting and in respect of whom a notice has been received by a member under Section 160 of the Companies Act, 2013 proposing her candidature for the office of a Director, be and is hereby appointed as Director liable to retire by rotation."

6. Appointment of Shri T.Karunakaran (DIN: 09280701) as Wholetime Director for a period of Five (5) Years from 1st September 2021 to 31st August 2026.

To consider and if thought fit, to pass with or without modification, the following resolution as an Ordinary resolution:

"RESOLVED THAT pursuant to the provisions of Sections 152, 196, 197, 198, 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 read with the relevant Rules made thereunder, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and any other applicable laws (including any statutory amendment(s), modification(s), variation(s) or re-enactment(s) thereto, for the time being in force), the provisions of the Articles of Association of the Company and pursuant to the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, appointed Shri T. Karunakaran (DIN: 09280701) as an Additional Director, designated as Wholetime Director and who holds office upto to date of ensuing Annual General Meeting, approval of the shareholders of the Company be and is hereby accorded for the appointment of Shri T.Karunakaran (DIN: 09280701) as Wholetime Director for a period of Five (5) Years from 1st September 2021 to 31st August 2026 on the terms and conditions as specified in the Explanatory Statement

pursuant to Section 102 (1) of the Companies Act, 2013 annexed to this Notice.

RESOLVED FURTHER that the Board 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."

7. Appointment of Shri N.Balasubramanian (DIN: 07832970) as Wholetime Director for a period of Two (2) Years from 1st September 2021 to 31st August 2023.

To consider and if thought fit, to pass with or without modification, the following resolution as an Ordinary resolution:

"RESOLVED THAT pursuant to the provisions of Sections 152, 196, 197, 198, 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 read with the relevant Rules made thereunder, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and any other applicable laws (including any statutory amendment(s), modification(s), variation(s) or re-enactment(s) thereto, for the time being in force), the provisions of the Articles of Association of the Company and pursuant to the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, appointed Shri N. Balasubramanian (DIN: 07832970) as an Additional Director, designated as Wholetime Director and who holds office upto to the date of ensuing Annual General meeting, approval of the shareholders of the Company be and is hereby accorded for the appointment of Shri N. Balasubramanian (DIN: 07832970) as Wholetime Director for a period of Two (2) Years from 1st September 2021 to 31st August 2023 on the terms and conditions as specified in the Explanatory Statement pursuant to Section 102 (1) of the Companies Act, 2013 annexed to this Notice.

RESOLVED FURTHER THAT the Board 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.”

8. 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.

To consider and if thought fit, to pass, with or without modification(s), the following resolution as a Special resolution:

“RESOLVED THAT pursuant to the provisions of Section 42, 71 and all other applicable provisions, if any, of the Companies Act, 2013 read with Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014, SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021, (Listing Obligations and Disclosure Requirements) Regulations, 2015, Reserve Bank of India (RBI) Master Direction – Non- Banking Financial Company – Housing Finance Company (Reserve Bank) Directions, 2021 (RBI-HFC Directions, 2021), including any amendment, modification, variation or re-enactment thereof and other applicable guidelines, directions or laws, the approval of the shareholders is hereby accorded to the Board of Directors of the Company (hereinafter referred to as “the Board” which term shall be deemed to include any Committee thereof) and the Board is authorized to offer or invite/ issue subscription for Redeemable Non-Convertible Debentures (NCDs) upto an amount of Rs.4000 crore and Commercial Paper upto an amount of Rs.1000 crore only, on private placement basis, in one or more

tranches, during a period of one year commencing from the date of this Annual General Meeting, on a private placement basis and on such terms and conditions as the Board may deem fit and appropriate for each series, as the case may be; provided however that the borrowings including by way of issue of NCDs and/or any other hybrid instruments shall be within the overall limit of borrowings as approved by the shareholders of the Company, from time to time.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board is hereby authorised to do all such acts, deeds, matters and things and execute all such deeds, documents, instruments and writings as it may in its sole and absolute discretion deem necessary in relation thereto.

RESOLVED FURTHER THAT the Board is hereby authorised to delegate all or any of the powers herein conferred to any director(s)/Committees and/ or officers(s) of the Company, to give effect to the resolution(s).”

By the order of the Board

Sd/-

Place: Chennai

Date: August 13, 2021

Yashpal Gupta

Managing Director & CEO
(DIN: 00033484)

NOTE:-

1. In view of the continuing Covid 19 pandemic and restrictions imposed on the movement of people the Ministry of Corporate Affairs ("MCA") has vide its circular dated May 5, 2020 read together with circulars dated April 8, 2020, April 13, 2020 and January 13, 2021 (collectively referred to as "MCA Circulars") Securities and Exchange Board of India ("SEBI") vide its circular no. SEBI/HO/CFD/ CMD1/ CIR/P/2020/79 dated May 12, 2020 in relation to "Additional relaxation in relation to compliance with certain provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 – COVID-19 pandemic" and circular no. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 in relation to "Relaxation from compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 due to the COVID-19 pandemic" (collectively referred to as "SEBI Circulars") permitted convening the Annual General Meeting ("AGM"/ "Meeting" / e-AGM) through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"), without the physical presence of the members at a common venue. In accordance with the MCA Circulars, SEBI Circulars, provisions of the Companies Act, 2013 ('the Act') and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the AGM of the Company is being held through VC / OAVM. The deemed venue for the AGM shall be the Corporate Office of the Company.
2. The Company has made arrangements through KFin Technologies Private Limited (KFin/KFintech), Registrars and Transfer Agents, to provide Video Conferencing (VC) / Other Audio-Visual Means (OAVM) facility for the Annual General Meeting and for conducting of the e-AGM. The facility of joining the AGM through VC/OAVM will be opened 15 minutes before and will be open upto 15 minutes after the scheduled start time of the AGM, i.e., from 10:45 AM to 11:15 AM and will be available for 2,000 members on a first come first served basis.
3. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM will be conducted through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
4. The Institutional/Corporate shareholders (i.e. other than individuals/HUF, NRI, etc.) are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting. They are required to send a scanned copy (pdf format) of its board or governing body's resolution/ authorisation, etc., authorizing their representative to attend the AGM on its behalf and to vote through remote e-voting. The said resolution/authorisation shall be sent to the scrutinizer by email through its registered email address to gr@gramscfirm.com with a copy marked to cs@repcohome.com and evoting@kfintech.com.
5. Members are requested to e-mail at evoting@kfintech.com or call helpline at 1-800-309-4001 in case of any technical assistance required at the time of log in/ assessing/ voting at the Meeting through VC.
6. The attendance of the Members participating in the AGM through VC/OAVM facility shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
7. Since the AGM will be held through VC/OAVM facility, the route map and landmark details as required as per Secretarial Standard on General Meetings is not annexed in this notice.
8. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of the special business set out in the notice wherever applicable, is attached herewith.

9. Brief details of the director, who is being re-appointed, is annexed hereto as per requirements of regulation 36(3) of the SEBI Listing Regulations and as per provisions of the Act.
10. Pursuant to the provisions of Section 91 of the Companies Act, 2013, and Regulations 42, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Register of Members and Share Transfer Books of the Company will remain closed from September 17, 2021 to September 23, 2021 (both days inclusive) for the purpose of this AGM of the Company and for determining the entitlement of the shareholders to the payment of dividend.
11. Subject to provisions of Section 126 of the Companies Act, 2013, dividend as recommended by the Board, if declared at the meeting, will be dispatched/remitted on or before October 23, 2021 (30 days of AGM Date). As per the SEBI Listing Regulations and pursuant to SEBI circular dated 20 April 2018, a listed entity shall use any electronic mode of payment approved by the Reserve Bank of India for making payment to the members.
12. Members holding shares in physical form are requested to notify in writing any changes in their address/bank account details to the Secretarial Department of the Company at Repco Home Finance Ltd, Third Floor, Alexander Square, Old No.34 & 35, New No.2, Sardar Patel Road, Guindy, Chennai – 600032 or to the Registrar & Transfer Agent of the Company-KFin Technologies Pvt. Ltd. Members holding shares in electronic form are requested to notify the changes in the above particulars directly to their Depository Participants (DP).
13. In terms of section 124(5) of the Act, dividend amount remaining unclaimed for a period of 7 years shall become due for transfer to the Investor Education and Protection Fund (IEPF) established by the Central Government. Further, in terms of section 124(6) of the Act, in case of such shareholders whose dividends are unpaid for a continuous period of 7 years, the corresponding shares shall

be transferred to the IEPF demat account. Members who have not claimed dividends from FY2013-14 onwards are requested to approach the Company/KFin for claiming the same as early as possible, to avoid transfer of the relevant shares to the IEPF demat account. Once unclaimed dividends are transferred to this fund, members will not be entitled to claim these dividends from the company. The details of unclaimed dividend are available on the Company's website at <https://www.repcohome.com/investors/unclaimed-dividend>.

Members may note that shares as well as unclaimed dividends [FY 2012-13] transferred to IEPF Authority can be claimed back from the IEPF Authority. The concerned Members/investors are advised to read the procedure for claiming unpaid amounts and shares from IEPF Authority, which is available in the website of IEPF Authority <http://www.iepf.gov.in/IEPF/corporates.html> for detailed procedure to lodge the claim with IEPF Authority.

14. Pursuant to Finance Act 2020, dividend income will be taxable in the hands of shareholders w.e.f. April 1, 2020 and the Company is required to deduct tax at source from dividend paid to shareholders at the prescribed rates. For the prescribed rates for various categories, the shareholders are requested to refer to the Finance Act, 2020 and amendments thereof. The shareholders are requested to update their PAN with the Company/ M/s. KFin Technologies Private Limited (in case of shares held in physical mode) and depositories (in case of shares held in demat mode). A Resident individual shareholder with PAN and who is not liable to pay income tax can submit a yearly declaration in Form No. 15G/15H, to avail the benefit of non-deduction of tax at source by uploading the documents at <https://ris.kfintech.com/form15>. Shareholders are requested to note that in case their PAN is not registered, the tax will be deducted at a higher rate of 20%.

Non-resident shareholders can avail beneficial rates under tax treaty between India and their country of residence, subject to providing necessary documents i.e. No Permanent Establishment and

Beneficial Ownership Declaration, Tax Residency Certificate, Form 10F, any other document which may be required to avail the tax treaty benefits by uploading the documents at <https://ris.kfintech.com/form15/>

The aforesaid declarations and documents need to be submitted by the Members by 5.00 p.m. IST on September 10, 2021.

15. SEBI has mandated the submission of Permanent Account Number (PAN) by every person dealing in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their depository participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company or KFin Technologies Private Limited.
16. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from, April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's Registrars and Transfer Agent M/s KFin Technologies Private Limited for assistance in this regard.
17. In accordance with, the General Circular No. 20/2020 dated May 05, 2020 issued by MCA, read with circulars no. 14/2020 dated April 8, 2020, no. 17/2020 dated April 13, 2020 and Circular no. 02/2021 dated January 13, 2021 and SEBI Circular No. SEBI/HO/CFD/ CMD1/CIR/P/2020/79 dated May 12, 2020 and SEBI/HO/ CFD/CMD2/ CIR/P/2021/11 dated January 15, 2021 issued by SEBI, owing to the difficulties involved in dispatching of physical copies , electronic copy of the Notice along with the Annual Report for the financial year ended 31st March, 2021 consisting of financial statements including Board's Report, Auditors' Report and other documents required

to be attached therewith (Collectively referred to as Notice) have been sent only to those members whose e-mail id's are registered with the Company or the Registrar and Share Transfer Agent or the Depository Participants(s) through electronic means and no physical copy of the Notice has been sent by the Company to any member. The Notice has also been hosted on the website of the Company <https://www.repcohome.com/financial-information> website of the stock exchanges i.e., BSE Limited at www.bseindia.com and National Stock Exchange of India Limited at www.nseindia.com and on the website of KFin Technologies Private Limited at www.kfintech.com.

The members who have not registered their email address are requested to register the same with their DP in case shares are held in electric form and to the Company/RTA in case shares are held in physical form.

18. Members desirous of getting any information about the accounts of the Company are requested to write to the Company at least seven days before the date of the Meeting to enable the Company to keep the information ready at the Meeting.
19. All the documents referred to in the Notice and Explanatory Statement will be available for inspection by the Members at the Registered/ Corporate Office of the Company between 10.30 a.m. and 12.30 p.m. on all working days from the date hereof upto the date of the Meeting.
20. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts and Arrangements in which Directors are interested maintained under Section 189 of the Companies Act, 2013 shall be made available only in electronic form for inspection during the Meeting through VC.
21. In case a person becomes a member of the Company after dispatch of e-AGM Notice, and is a member as on the cut-off date for e-voting such person may obtain the user id and password from KFin by email request on evoting@Kfintech

22. Procedure of E-Voting and attending E-AGM

- i) 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 SEBI Listing Regulations and in terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 in relation to E-voting facility provided by the listed entities, the members are provided with the facility to cast their vote electronically, through the e-Voting services provided by M/s Kfintech Technologies Private Limited (KFintech), on all the resolutions set forth in this Notice. The instructions for e-Voting are given herein below.
- ii) However, in pursuant to SEBI circular no. SEBI/ HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on "e-voting facility provided by Listed Companies", 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.
- iii) 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.
- iv) The remote e-voting period commences from 9.00 a.m (IST) on September 20, 2021 and ends on 5.00 p.m (IST) on September 22, 2021.
- v) The voting rights of members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off

date i.e Thursday, September 16, 2021.

- vi) Any person holding shares in physical form and non- individual shareholders, who acquires shares of the Company and becomes a member of the Company after sending of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at evoting@Kfintech.com. However, if he / she is already registered with KFintech for remote e-Voting then he /she can use his / her existing User ID and password for casting the vote.
- vii) In case of Individual Shareholders holding securities in demat mode and who acquires shares of the Company and becomes a member of the Company after sending of the Notice and holding shares as of the cut-off date may follow steps mentioned below under "Login method for remote e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode."
- viii) The details of the process and manner for remote e-Voting and e-AGM are explained herein below:

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

Step 2: Access to KFintech e-Voting system in case of shareholders holding shares in physical and non-individual shareholders in demat mode.

Step 3: Access to join virtual meetings(e-AGM) of the Company on KFintech system to participate e-AGM and vote at the AGM.

Details on Step 1 are mentioned below:

I) 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: - Visit URL: https://eservices.nsdl.com - Click on the "Beneficial Owner" icon under "Login" under 'IDeAS' section. - On the new page, enter User ID and Password. Post successful authentication, click on "Access to e-Voting" - 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 - To register click on link : https://eservices.nsdl.com - Select "Register Online for IDeAS" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp - Proceed with completing the required fields. - Follow steps given in points 1 3. Alternatively by directly accessing the e-Voting website of NSDL - Open URL: https://www.evoting.nsdl.com/ - Click on the icon "Login" which is available under 'Shareholder/Member' section. - 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. - Post successful authentication, you will requested to select the name of the company and the e-Voting Service Provider name, i.e.KFintech. - On successful selection, you will be redirected to KFintech e-Voting page for casting your vote during the remote e-Voting period.
Individual Shareholders holding securities in demat mode with CDSL	- Existing user who have opted for Easi / Easiest - Visit URL: https://web.cdslindia.com/myeasi/home/login or URL: www.cdslindia.com - Click on New System Myeasi - Login with your registered user id and password. - The user will see the e-Voting Menu. The Menu will have links of ESP i.e. KFintech e-Voting portal. - Click on e-Voting service provider name to cast your vote. - User not registered for Easi/Easiest - Option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration - Proceed with completing the required fields. - Follow the steps given in point 1 - Alternatively, by directly accessing the e-Voting website of CDSL - Visit URL: www.cdslindia.com - Provide your demat Account Number and PAN No. - 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 KFintech where the e- Voting is in progress.

Individual Shareholder login through their demat accounts / Website of Depository Participant	I. You can also login using the login credentials of your demat account through your DP registered with NSDL /CDSL for e-Voting facility. 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. III. Click on options available against company name or e-Voting service provider – Kfintech and you will be redirected to e-Voting website of Kfintech for casting your vote during the remote e-Voting period without any further authentication
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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.

Login type	Helpdesk details
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
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

Details on Step 2 are mentioned below:

II) 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 Participants (s), will receive an email from Kfintech which will include details of E-Voting Event Number (EVEN), USER ID and password. They will have to follow the following process:

- Launch internet browser by typing the URL: <https://evoting.kfintech.com>.
- Enter the login credentials (i.e. User ID and password). In case of physical folio, User ID will be EVEN (E-Voting Event Number) xxxx, followed by folio number. In case of Demat account, User ID will be your DP ID and Client ID. However, if you are already registered with Kfintech for e-voting, you can use your existing User ID and password for casting the vote.
- After entering these details appropriately, click on "LOGIN".

iv. 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.

v. You need to login again with the new credentials.

vi. On successful login, the system will prompt you to select the "EVEN" i.e., 'Repco Home Finance Limited- AGM' and click on "Submit"

vii. 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.

- viii. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/ demat accounts.
- ix. Voting has to be done for each item of the notice separately. In case you do not desire to cast your vote on any specific item, it will be treated as abstained.
- x. You may then cast your vote by selecting an appropriate option and click on "Submit".
- xi. 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).
- xii. 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 attend the AGM through VC / OAVM on its behalf and 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 gr@gramcsfirm.com with a copy marked to evoting@kfintech.com and cs@repcohome.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 Annual Report, Notice of AGM 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 Annual Report, Notice of AGM and e-voting instructions cannot be serviced, may temporarily get their email address and mobile number provided with KFintech, by accessing the link: <https://ris.kfintech.com/clientservices/mobilereg/mobileemailreg.aspx> 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.
- ii. 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 Annual report, Notice of AGM and the e-voting instructions.
- iii. After receiving the e-voting instructions, please follow all steps above to cast your vote by electronic means.

Details on Step 3 are mentioned below:

III) Instructions for all the shareholders, including Individual, other than Individual and Physical, for attending the AGM of the Company through VC/ OAVM and e-Voting during the meeting.

- i. Member will be provided with a facility to attend the AGM through VC / OAVM platform provided by KFintech. Members may access the same at <https://emeetings.kfintech.com/> by using the e-voting login credentials provided in the email received from the Company/KFintech. After logging in, click on the Video Conference tab and select the EVEN of the Company. Click on the video symbol and accept the meeting etiquettes to join the meeting. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same

by following the remote e-Voting instructions mentioned above.

- ii. Facility for joining AGM through VC/ OAVM shall open atleast 15 minutes before the commencement of the Meeting.
- iii. Members are encouraged to join the Meeting through Laptops/ Desktops with Google Chrome (preferred browser), Safari, Internet Explorer, Microsoft Edge, Mozilla Firefox 22.
- iv. Members will be required to grant access to the webcam to enable VC / OAVM. Further, Members connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- v. The Members who have not cast their vote through remote e-voting shall be eligible to cast their vote through e-voting system available during the AGM. E-voting during the AGM is integrated with the VC/ OAVM platform. The Members may click on the voting icon displayed on the screen to cast their votes.
- vi. A Member can opt for only single mode of voting i.e., through Remote e-voting or voting at the AGM. If a Member casts votes by both modes, then voting done through Remote e-voting shall prevail and vote at the AGM shall be treated as invalid.
- vii. Facility of joining the AGM through VC / OAVM shall be available for atleast 2000 members on first come first served basis.
- viii. Institutional Members are encouraged to attend and vote at the AGM through VC / OAVM.

OTHER INSTRUCTIONS

- I. Speaker Registration: The Members who wish to speak during the meeting may register themselves as speakers for the AGM to express their views. They can visit <https://emeetings.kfintech.com> and login through the user id and password provided in the

mail received from Kfintech. On successful login, select 'Speaker Registration' which will open from 9:00 AM on 20th September 2021 to 5:00 PM on 21st September 2021. Members shall be provided a 'queue number' before the meeting. The Company reserves the right to restrict the speakers at the AGM to only those Members who have registered themselves, depending on the availability of time for the AGM.

- II. Post your Question: The Members who wish to post their questions prior to the meeting can do the same by visiting <https://emeetings.kfintech.com>. Please login through the user id and password provided in the mail received from Kfintech. On successful login, select 'Post Your Question' option which will open from 9:00 AM on 20th September 2021 to 5:00 PM on 21st September 2021.
- III. In case of any query and/or grievance, in respect of voting by electronic means, Members may refer to the Help & Frequently Asked Questions (FAQs) and E-voting user manual available at the download section of <https://evoting.kfintech.com> (KFintech Website) or email at evoting@kfintech.com or call KFintech's toll free No. 1-800-309-4001 for any further clarifications.
- IV. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on Thursday, September 16, 2021, being the cut-off date, are entitled to vote on the Resolutions set forth in this Notice. A person who is not a Member as on the cut-off date should treat this Notice for information purposes only. Once the vote on a resolution(s) is cast by the Member, the Member shall not be allowed to change it subsequently.
- V. This AGM Notice 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) as on August 27, 2021. In case a person has become a Member of the Company after dispatch of AGM Notice but on or before the cut-off date for E-voting, he/she may obtain the User ID and Password in the manner as mentioned below:
 - i. If the mobile number of the member is registered

against Folio No./ DP ID Client ID, the member may send SMS: MYEPWD <space> E-Voting Event Number+Folio No. or DP ID Client ID to 9212993399

1.Example for NSDL:

MYEPWD <SPACE> IN12345612345678

2. Example for CDSL:

MYEPWD <SPACE> 1402345612345678

3. Example for Physical:

MYEPWD <SPACE> XXXX1234567890

ii. If e-mail address or mobile number of the member is registered against Folio No. / DP ID Client ID, then on the home page of <https://evoting.kfintech.com/> , the member may click "Forgot Password" and enter Folio No. or DP ID Client ID and PAN to generate a password.

iii. Members who may require any technical assistance or support before or during the AGM are requested to contact KFintech at toll free number 1-800-309-4001 or write to them at evoting@kfintech.com.

VI. The Board has appointed Shri G. Ramachandran of M/s. G Ramachandran & Associates, Company Secretaries as the Scrutinizer to the e-voting process, and voting at the AGM in a fair and transparent manner.

VII. The Scrutinizer shall, immediately after the conclusion of AGM, count the votes cast at the AGM and thereafter, unblock the votes cast through remote e-voting in the presence of at least two witnesses, who are not in the employment of the Company. The Scrutinizer shall submit a consolidated Scrutinizer's Report of the total votes cast in favour of or against, if any, within the prescribed time limit after the conclusion of the AGM to the Chairman or a person authorised by him. The Chairman or any other person authorised by him shall declare the result of the voting forthwith

VIII. The resolution(s) will be deemed to be passed on the AGM date subject to receipt of the requisite number of votes in favour of the resolution(s). The Results declared along with the Scrutinizer's Report(s) will be available on the website of the Company at <https://www.repcohome.com/> and

Service Provider's website at <https://evoting.kfintech.com> and the communication will be sent to the BSE Limited and National Stock Exchange of India Limited.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(2) OF THE COMPANIES ACT, 2013:

Item No.3

Smt.R.S.Isabella has been appointed as Director by the members at the 17th Annual general meeting held on 21st September, 2017, liable to retire by rotation. In terms of section 152(6)(d) of the Act, Smt.R.S.Isabella (Non-executive director), liable to retire by rotation at the ensuing 21st AGM of the Company and eligible to be re-appointed as a Director at the same meeting. Smt.R.S.Isabella is the Managing Director of Repco Bank (Promoter of the Company).

Your Directors recommend the passing of the resolution proposed at Item No.3 of the Notice.

Repco Bank is the interested party on the resolution and shall not vote on this matter.

None of the Directors other than Smt.R.S.Isabella and Repco Bank (Promoter of the Company) or any key managerial personnel or the relatives of the directors or key managerial personnel are in any way concerned or interested, financially or otherwise, in the said resolution.

Item No.4

The Reserve Bank of India (RBI) vide its circular no. Ref.No.DoS.CO.ARG/SEC.01/08.91.001/2021-22, dated April 27, 2021, has issued fresh Guidelines for Appointment of Statutory Central Auditors (SCAs)/ Statutory Auditors (SAs) of Commercial Banks (excluding RRBs), UCBs, and NBFCs (including HFCs) and these guidelines supersede all previous guidelines issued by the RBI on this subject. As per the revised RBI guidelines, SAs are not permitted to hold office in an entity regulated by RBI beyond a continuous period of three years. Such SAs are eligible for reappointment in the same entity after a cooling period of six years.

M/s. S.R. Batliboi & Associates LLP (Firm Registration No 101049W/E300004) were appointed as Statutory auditors of the Company for a term of five years

from FY2017-18 to FY2021-22, and so far, they have completed a period of four years out of a term of five years. As per the revised RBI guidelines, the firm has to demit their office before September 30, 2021 as they have already completed a term of 4 years. Considering the above, M/s. S.R.Batliboi & Associates LLP tendered their resignation on August 13, 2021.

The Board have recommended the appointment of M/s. Chaturvedi & Co., Chartered Accountants, (Firm Registration No. 302137E) as Statutory Auditors of the Company for a term of 3 years at a remuneration of Rs. 17,50,000/- plus applicable taxes for the statutory audit and Rs. 7,50,000/- plus applicable taxes per year for the quarterly limited review totaling to Rs. 25,00,000/- plus applicable taxes per year, excluding certification fees and out of pocket expenses on travelling, lodging, boarding, food etc.

The proposed remuneration for Statutory Audit is same as paid to the previous statutory Auditors.

The new auditor would hold office for a term of 3 years from the conclusion of this Annual General Meeting till the conclusion of 24th Annual General Meeting.

M/s. Chaturvedi & Co., Chartered Accountants, (Firm Registration No. 302137E) have given their consent for appointment as Statutory Auditors of the Company.

Your Directors recommend the passing of the resolution proposed at Item No.4 of the Notice.

None of the Directors or any key managerial personnel or the relatives of the directors or key managerial personnel are in any way concerned or interested, financially or otherwise, in the said resolution.

Item No.5

The Board of Directors of the Company had appointed Smt. Jacintha Lazarus, I.A.S as an Additional Director of the Company with effect from 11 February 2021. In accordance with the provisions of Section 161 of the Companies Act, 2013. Smt. Jacintha Lazarus, I.A.S shall hold office up to the date of the forthcoming annual general meeting and is eligible to be appointed as a Director.

Your Directors recommend the passing of the resolution proposed at Item No.5 of the Notice.

None of the Directors other than Smt. Jacintha Lazarus, I.A.S or any key managerial personnel or the relatives of the directors or key managerial personnel are in any way concerned or interested, financially or otherwise, in the said resolution.

Item No.6

Shri T.Karunakaran was elevated as Chief Operating Officer of the Company with effect from March 01, 2021.

The Board, upon the recommendations of the Nomination and Remuneration Committee, at its meeting held on August 13, 2021, appointed Shri T. Karunakaran as an Additional Director and designated him as the Wholtime Director for a period of five years with effect from September 01, 2021 to August 31, 2026, subject to approval of the Members.

The Company has received from Shri T. Karunakaran (i) Consent in writing to act as director in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules, 2014, (ii) Intimation in Form DIR-8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that he is not disqualified under sub section (2) of Section 164 of the Companies Act, 2013, and (iii) Notice of interest in Form MBP-1 in terms of section 184 (1), and (iv) Declaration of fit & proper criteria of the Directors as per Housing Finance Companies – Corporate Governance (National Housing Bank) Directions, 2016 and all other relevant disclosures.

The terms and conditions of his appointment are as follows:

- Term
For five years from September 01, 2021 to August 31, 2026
- Emoluments
 - o Annual CTC – Rs.41.71 lakhs per annum
 - o Upper ceiling limit for annual remuneration – Rs.50 lakhs per annum

The perquisites and allowances, as aforesaid, shall include accommodation (furnished or otherwise) or house rent allowance in lieu thereof; house maintenance allowance together with reimbursement of expenses and / or allowances for utilisation of gas, electricity, water, furnishing and repairs and leave travel

concession for self and family including dependents. The said perquisites and allowances shall be evaluated, wherever applicable, as per the provisions of Income Tax Act, 1961 or any rules thereunder or any statutory modification(s) or re-enactment(s) thereof; in the absence of any such rules, perquisites and allowances shall be evaluated at actual cost.

The Company's contribution to provident fund, superannuation or annuity fund, to the extent these singly or together are not taxable under the Income Tax law, gratuity payable and encashment of leave, as per the rules of the Company and to the extent not taxable under the Income Tax law, shall not be included for the purpose of computation of the overall ceiling of remuneration.

As per Section 197 of the Companies Act, 2013, the remuneration payable to any one Managing director or Whole-time Director shall not exceed five per cent of the net profits of the Company and if there is more than one such Director remuneration shall not exceed ten per cent of the net profits to all such Directors taken together.

The resolution seeks the approval of the members in terms of Sections 152, 196, 197, 203 read with Schedule V and other applicable provisions of the Companies Act, 2013, and the Rules made thereunder (including any statutory modifications or re-enactment(s) thereof, for the time being in force) for the appointment of Shri T. Karunakaran as the Wholetime Director for a period of five years with effect from September 01, 2021 to August 31, 2026.

Your Directors recommend the passing of the resolution proposed at Item No.6 of the Notice.

No Director, other than Shri T. Karunakaran or any key managerial personnel or the relatives of the directors or key managerial personnel is in any way concerned or interested, financially or otherwise, in the said resolution.

Item No.7

Shri N.Balasubramanian, General Manager- Repco Bank joined the Company as Chief Development Officer on Deputation w.e.f. April 01, 2021.

Shri N.Balasubramanian is the employee of Repco Bank who is the promoter of the company and currently he is on deputation from the Repco Bank to the company.

The Board, upon the recommendations of the Nomination and Remuneration Committee, at its meeting held on August 13, 2021, appointed Shri N.Balasubramanian as Additional Director and designated as the Wholetime Director for a period of two years with effect from September 01, 2021 to August 31, 2023, subject to approval of the Members.

The Company has received from Shri N.Balasubramanian (i) Consent in writing to act as director in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules, 2014, (ii) Intimation in Form DIR-8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that he is not disqualified under sub section (2) of Section 164 of the Companies Act, 2013, and (iii) Notice of interest in Form MBP-1 in terms of section 184 (1), and (iv) Declaration of fit & proper criteria of the Directors as per Housing Finance Companies – Corporate Governance (National Housing Bank) Directions, 2016 and all other relevant disclosures.

The terms and conditions of his appointment are as follows:

- Term
 - For two years from September 01, 2021 to August 31, 2023
- Emoluments
 - o Annual CTC – Rs.36.93 lakhs per annum
 - o Upper ceiling limit for annual remuneration – Rs.50 lakhs per annum

RHFL will reimburse the salary etc. to Repco Bank in respect of the additional post held. Performance incentive, perquisites and other allowance as eligible are paid to him directly.

The resolution seeks the approval of the members in terms of Sections 152, 196, 197, 203 read with Schedule V and other applicable provisions of the Companies Act, 2013, and the Rules made thereunder (including any statutory modifications or re-enactment(s) thereof, for the time being in force) for the appointment of Shri N.Balasubramanian as the Wholetime Director for a period of two years with effect from September 01, 2021 to August 31, 2023.

Your Directors recommend the passing of the resolution proposed at Item No.7 of the Notice.

Repco Bank being interested party in the resolution

shall not vote in the matter.

No Director, other than Shri N.Balasubramanian and Repco Bank (Promoter of the Company) or any key managerial personnel or the relatives of the directors or key managerial personnel is in any way concerned or interested, financially or otherwise, in the said resolution.

Item No.8

In terms of Section 42, 71 and all other applicable provisions, if any, of the Companies Act, 2013, a Company may, subject to the provisions of that section, make an offer or invitation for subscription of securities including non-convertible debentures, commercial papers or any other debt securities by way of private placement.

Further, in terms of Rule 14(2) of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and all other applicable provisions, if any, of the said Act, Directions/Guidelines by the Regulators or any other statutory authorities issued from time to time, a Company shall not make a private placement of its securities unless the proposed offer of securities or invitation to subscribe to securities has been previously approved by the shareholders of the Company by a Special Resolution, for each of the offers or invitations. In case of an offer or invitation for subscription to the Non-Convertible Debentures (NCD), it shall be sufficient if the Company passes a previous Special Resolution only once in a year for all the offers or invitation for such debentures during the year.

The company has been mainly dependent on refinance assistance from National Housing Bank, term loans from the commercial banks and loans from the parent Repco Bank for its resources.

The Company has been qualified as a Large Corporate ('LC') as per SEBI Circular No. SEBI/HO/DDHS/CIR/P/2018/144 dated November 26, 2018. In accordance with this, SEBI has prescribed to raise one fourth (1/4) of incremental borrowings in a given financial year from debt market.

Keeping in view the increasing volume of business of the Company and the need to diversify the sources of funding and the cost of each of the sources and subject to the provisions of Section 42 of Companies Act, 2013 read with Rule 14 of the Companies

(Prospectus and Allotment of Securities) Rules, 2014 and all other applicable provisions, if any, of the said Act, Directions/Guidelines by the Regulators or any other statutory authorities issued from time to time, your Company intends to offer or invite subscription to Non-convertible Debentures upto an amount of Rs. 4000 Crore (Rupees Four thousand Crore only) and Commercial paper upto an amount of Rs. 1000 Crore (Rupees Thousand Crore only) on private placement basis for a period of one year from the conclusion of this Meeting until the conclusion of the next Annual General Meeting in one or more tranches, subject to the condition that the amount accepted in the form of the said Non-Convertible Debentures and Commercial paper together with the existing borrowings and future borrowings would be within the limits specified by the members under section 180(1) (c) of "the Act".

The terms of issue of the above Non-Convertible Debentures would depend upon the requirement of the funds, time of issue, market conditions and alternative sources of funds available to the Company and would be decided by the company in consultation with the merchant bankers / arrangers, if any appointed by the Company for the purpose. All the required details/disclosures relating to the issue would be made available in the respective information memorandum.

In order to issue Non-Convertible Debentures by way of an offer or invitation for subscription on private placement and in terms of the above mentioned provisions of "the Act" and rules, subject to Directions/Guidelines by the Regulators or any other statutory authorities issued from time to time, the prior consent of the members is sought by way of a Special Resolution.

Your Directors recommend the passing of the resolution proposed at Item No.8 of the Notice.

None of the Directors or any key managerial personnel or the relatives of the directors or key managerial personnel are in any way concerned or interested, financially or otherwise, in the said resolution.

By the order of the Board

Sd/-

Place: Chennai

Date: August 13, 2021

Yashpal Gupta

Managing Director & CEO

(DIN: 00033484)

INFORMATION AS REQUIRED UNDER REGULATION 36(3) of SEBI (LODR) REGULATIONS, 2015 IN RESPECT OF DIRECTOR BEING APPOINTED/RE-APPOINTED:

Resolution No.	3	5
Name of the Director	Smt. R.S.Isabella	Smt. Jacintha Lazarus, I.A.S
Director Identification Number	06871120	08995944
Age	50	41
Nationality	Indian	Indian
Qualification	Bachelors' Degree in Commerce Masters' Degree in Bank Management (MBM) Masters' Degree in Business Administration (MBA) Certified Associate of Indian Institute of Bankers	Bachelors' Degree in Commerce
Brief Profile	Smt. R.S. Isabella is a non-executive and non-independent director of our Company. She is the Managing Director of Repco Bank. She has around 28 years of Banking experience. She has been a Director on the Board of our Company since November 8, 2016	Smt. Jacintha Lazarus, I.A.S has around 15 years of service in the field of Public Administration and is currently the Director of Rehabilitation, Government of Tamil Nadu. She is a Director on the Board of Repco Bank. She has been a Director on the Board of our Company since February 11, 2021
No. of shares held	10	-
Terms and conditions of appointment/reappointment	Liable to retire by rotation and eligible to offer herself for the re-appointment	Liable to retire by rotation
Remuneration last drawn by such person, if applicable	Nil	Nil
Date of first appointment on Board	November 8, 2016	February 11, 2021
Membership of Committees of Repco Home Finance Limited	Member of Nomination & Remuneration Committee, Compensation Committee and CSR Committee Chairperson of Risk Management Committee	Member of Nomination & Remuneration Committee and Securities Allotment Committee Chairperson of Management Committee
Directorships held in other companies	• Repco Bank • Repco Micro Finance Limited • Repco Foundation For Micro Credit	• Repco Bank • Tamilnadu Textile Corporation Limited • Arasu Rubber Corporation Limited • Overseas Manpower Corporation Limited

Membership/Chairmanship of committees in other companies	Repco Micro Finance Limited Member of Audit Committee. Chairperson of CSR Committee, Risk Management Committee and Asset Liability Management Committee	Smt. Jacintha Lazarus does not hold any Membership/Chairmanship of the Board Committees in other Companies.
Details of Board Meetings attended by the Directors during the year	Refer Corporate Governance Report	
Relationship with Directors and KMPs	There is no relationship with other Directors on the Board and KMPs	

Resolution No.	6	7
Name of the Director	T.Karunakaran	Shri N.Balasubramanian
Director Identification Number	09280701	07832970
Age	52	56
Nationality	Indian	Indian
Qualification	Bachelor's Degree in Science	Bachelors' Degree in Commerce Master of Labour Management Post Graduate Diploma in Personal Management Certified Associate of Indian Institute of Bankers
Brief Profile	Shri T. Karunakaran is the Wholetime Director of our Company. He has approximately 30 years of experience in housing finance. Prior to joining our Company, he worked for a period of 13 years with Ind Bank Housing Limited. He has been associated with our Company since August 18, 2004.	Shri N.Balasubramanian is the Wholetime Director of our Company. He is the General Manager of Repco Bank (Promoter). He has more than 29 years of Banking experience. Prior to joining our Company he was the Wholetime Director of Repco Micro Finance Limited. He has been associated with our Company since April 01, 2021.
No. of shares held	1501	-
Remuneration last drawn by such person, if applicable	Annual CTC Rs.41.72 lakhs per annum	Annual CTC Rs.36.93 lakhs per annum
Terms and conditions of appointment/reappointment	Liable to retire by rotation	Liable to retire by rotation
Date of first appointment on Board	Board at its meeting held on August 13, 2021. The appointment is w.e.f September 01, 2021.	Board at its meeting held on August 13, 2021. The appointment is w.e.f September 01, 2021.
Membership of Committees of Repco Home Finance Limited	-	-

Directorships held in other companies	Nil	• Repco Foundation For Micro Credit
Membership/Chairmanship of committees in other companies	Shri T. Karunakaran does not hold any Membership/Chairmanship of the Board Committees in other Companies.	Shri N. Balasubramanian does not holds any members Chairmanship of the Board committee in other companies
Details of Board Meetings attended by the Directors during the year	NA	
Relationship with Directors and KMPs	There is no relationship with other Directors on the Board and KMPs	