

June 24, 2021

NOTICE OF MEETING OF DEBENTURE HOLDERS URGENT AND IMPORTANT

Dear Debenture Holders,

Reg: Unsecured, Subordinated, Redeemable, Non-Convertible INR Denominated Debenture Issue of **Reliance Home Finance Limited** (Issuer) Under the Debenture Trust Deed dated June 5, 2015 between Issuer and Catalyst Trusteeship Ltd. (formerly known as GDA Trusteeship Ltd.) bearing ISIN INE217K08222, INE217K08131, INE217K08149, INE217K08156, INE217K08164, INE217K08172, INE217K08180, INE217K08198, INE217K08206, INE217K08214, INE217K08230.

Sub: Meeting of the Debenture Holder(s) with respect to implementation of Resolution Plan by way of online poll in favour of/against the Successful Bid and the Distribution Mechanism in the matter of Reliance Home Finance Limited.

As you may be aware that on September 14, 2020, Catalyst has filed an application under Section 71(10) of the Companies Act, 2013 against RHFL at NCLT (Mumbai) with CP. Number 1447 of 2020. The Section 71(10) Application was listed for hearing on 3rd February, 2021 before the NCLT, Mumbai. No one appeared on behalf of RHFL though served. Our Advocate had briefly apprised the Tribunal of the facts. The Tribunal had directed us to serve court notice and listed the matter for hearing on the 9th March, 2021. Further the next date of hearing is 26th April, 2021. However, the matter was not taken up for hearing on 26th April, 2021. Lastly, on 16th June 2021, Board was discharged and the matter is now adjourned to 11th August, 2021 due to the prevailing pandemic situation. You can may refer to the detailed update in the captioned matter on our website under Recent update Tab - <https://www.catalysttrustee.com/wp-content/uploads/2021/06/RHFL-Status-Report.pdf>

In order to resolve the stress situation of the Company for the benefit of all the stakeholders, the ICA Lenders had invited Expression of Interest cum bid (“**EOI cum Bid**”) from potential bidder(s) (“**PRAs**”). Consequently, the ICA Lenders had received few bids from PRAs. ICA lenders post several rounds of negotiation and competitive bidding have received four binding and final resolution plans. Further, the final bids and the distribution mechanism was decided to be kept for voting before the ICA Lenders. Pursuant to voting process convened by the ICA Lenders, the bid submitted by Authum Investment and Infrastructure Limited was declared as the (“**Successful Bidder**”).

The Issuer has vide email dated 18th June 2021 invited our attention to the Letter dated June 10, 2021, from Bank of Baroda (the ‘Lead Bank’) inter alia requesting us to convene a meeting of all Debenture Holders **i.e Non – ICA** to seek approval on the successful implementation of the approved Bid and the Distribution Mechanism which will further ensure a timely completion of the resolution process.

Till date, out of 15 non-ICA Debenture Holders, only 3 Debenture Holders have provided consent to accede to ICA. Due to lack of requisite majority, we as Debenture Trustee were unable to accede to the ICA on behalf of Debenture Holders,

Based on the above, we now propose to convene a meeting of all Debenture Holders for which tentative details are given herein below:



Date: July 15, 2021

Time: 5 pm to 6 pm

Meeting Link: Will be shared in due course

Mode: Video Conferencing or other Audio-visual means (“VC/OAVM”).

Invitees: Reliance Home Finance Limited (Issuer) and Resolution Advisors -BOB Capital Markets Limited and Ernst & Young LLP

Due to prevailing pandemic situation, meeting cannot be held physically, so the Debenture Trustee is conducting meeting by VC/OAVM.

Part I- Agenda

The agenda of the meeting is:

1. To seek instructions of the Debenture Holder(s) by way of **online poll** in favour of/against the Successful Bid and the Distribution Mechanism for the implementation of the Resolution Plan as approved by the RHFL Lenders forming part of the Inter-Creditor Agreement, under RBI's Prudential Framework for Resolution of Stressed Assets dated June 7, 2019.
2. To discuss way forward for reimbursement of costs incurred by the Debenture Trustee.
3. To discuss and direct the Debenture Trustee on further course of action to be taken.
4. Any other matter with the permission of the Chair.

Part II- Procedure for attending the meeting by online poll

You are requested to ensure that the representative attending the meeting is:

1. Empowered to attend and e-vote on all the aforementioned matters;
2. Submits requisite letter / Board Resolution authorising him/her to attend and vote;
3. Attested signature of the representative; and
4. Identity proof of the representative.

You are requested to kindly consider all related matters and ensure that suitable representative attends the meeting to be conducted by VC/OAVM. The said representative is required to submit the certified true copy of resolution / authorization letter before start of the meeting.

Please confirm your presence by return email positively on or before **July 1, 2021**.

If you need any further clarifications/ information/ documents please feel free to contact us at the following email: **ComplianceCTL-Mumbai@ctltrustee.com**

Please acknowledge receipt.

Yours faithfully,

For **Catalyst Trusteeship Limited**



For CATALYST TRUSTEESHIP LIMITED
Authorized Signatory

Authorized Signatory

CATALYST TRUSTEESHIP LIMITED (FORMERLY GDA TRUSTEESHIP LIMITED)

An ISO:9001 Company

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