

**Date: March 06, 2018**

**To**  
**The Board of Directors**  
**Religare Housing Development Finance Corporation Limited ("RHDFCL / the Company")**  
**2nd Floor, Rajlok Building, 24,**  
**Nehru Place, New Delhi -110019**

**Sub: Notice under Sec. 160 of the Companies Act 2013 proposing the candidature of Mr. Vikram Talwar for the office of Director of the Company**

Dear Sir(s),

We understand that at present there is only one Director on the Board of the Company i.e. Mr. R.K. Shetty, Independent Director. In order to fulfill the minimum number of Directors as laid under Section 149 of the Companies Act, 2013 ('the Act') to have on the Board of the Company, I, on behalf of Religare Finvest Limited, being the member of Religare Housing Development Finance Corporation Limited ("Company"), holding 87.5% of the Equity Shareholding in your Company together with the 5 Nominee Shareholders (holding 10 Equity Shares each), represented by 3,49,98,250 Equity Shares (holding 50 Equity Shares through Nominees) of Rs. 10 each, hereby propose the candidature of Mr. Vikram Talwar (DIN: 00416236), S/o Raj Kumar Talwar, R/o Block- 15, Apt 12-02, Ardmore Park, Singapore 259959, for the appointment as Director (Non-Executive & Independent) of the Company under the provisions of the Companies Act, 2013.

Further, we understand that Mr. Vikram Talwar has provided his consent, declaration of Fit and Proper Criteria as laid down under Housing Finance Companies - Corporate Governance (National Housing Bank) Directions, 2016 and other requisite documents as required for his proposed appointment to the Company.

Accordingly, you are requested to convey the Extra-Ordinary General meeting of the Shareholders in order to make the appointment of Mr. Vikram Talwar effective.

As per provision of Section 160 of the Act, we hereby enclosed cheque no. " 094761" dated January 25, 2018 of Rs. 100,000/- (Rupees One Lakh only) drawn on HDFC Bank Ltd. being the deposit amount for proposing the candidature of Mr. Vikram Talwar as Director on the Board of the Company.

Thanking You,

Yours Faithfully

**For Religare Finvest Limited**



**Punit Arora**  
**Company Secretary**



Encl: As above