



## NOTICE

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**NOTICE** is hereby given that 41<sup>st</sup> Annual General Meeting of Tata Housing Development Company Limited will be held on Thursday, 31<sup>st</sup> day of December, 2020 at 04.00 p.m. (IST) through Video Conferencing (VC) / Other Audio Visual Means (OAVM) at shorter notice to transact the following business:

### ORDINARY BUSINESS

1. To receive, consider and adopt
  - (a) The Audited Standalone Financial Statements for the financial year ended on March 31, 2020, together with the Reports of the Board of Directors and the Auditors thereon; and
  - (b) The Audited Consolidated Financial Statements for the financial year ended on March 31, 2020, together with the Report of the Auditors thereon.
2. To appoint a Director in place of Mr. Nipun Aggarwal (DIN: 08094159), who retires by rotation and, being eligible, offers himself for re-appointment.

### SPECIAL BUSINESS

3. Ratification of Cost Auditor's Remuneration:

To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

"RESOLVED that pursuant to the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force) and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the Company hereby ratifies the remuneration of ₹ 2,47,500/- (Rupees Two Lakh Forty Seven Thousand Five Hundred Only) plus Goods and Service tax, travel and actual out-of-pocket expenses incurred in connection with the audit, payable to M/s. Vinod C. Subramaniam & Co, Cost Accountants (Firm registration No.: 102395), who are appointed as Cost Auditors to conduct the audit of cost records maintained by the Company for the financial year 2020-21."

### TATA HOUSING DEVELOPMENT COMPANY LIMITED

CIN: U45300MH1942PLC003573

Regd. Office:- E Block, Voltas Premises, T. B. Kadam Marg, Chinchpokli, Mumbai – 400 033

Tel. 022-6661 4444 Fax: 022-6661 4452 E-mail: [thdcsec@tatarealty.in](mailto:thdcsec@tatarealty.in)

Website: [www.tatarealty.in](http://www.tatarealty.in)





4. To approve Issue of Non-Convertible Debentures on Private Placement Basis:

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

“RESOLVED THAT pursuant to the provisions of Sections 23, 42, 71 and other applicable provisions, if any, of the Companies Act, 2013 ('Act') read with the Companies (Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014, including any amendment, modification or variation thereof for the time being in force, and subject to all other applicable Regulations, Rules, Notifications, Circulars and Guidelines prescribed by the Securities and Exchange Board of India ('SEBI'), as amended, including the SEBI (Issue and Listing of Debt Securities) Regulations, 2008, as amended, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, SEBI (Issue of Capital and Disclosure Requirements), 2018, as amended if applicable and the enabling provisions of the listing agreements entered / to be entered into with the Stock Exchanges where the securities of the Company be listed (the 'Stock Exchanges'), and subject to the applicable Regulations, Rules, Notifications, Circulars and Guidelines prescribed by the Reserve Bank of India ('RBI'), the Memorandum of Association and the Articles of Association of the Company, and subject to such approvals, consents, permissions and sanctions as may be required from the Government of India, SEBI, RBI, the Stock Exchanges or any regulatory or statutory authority as may be required (the 'Appropriate Authority') and subject to such conditions and/or modifications as may be prescribed or imposed by the Appropriate Authority while granting such approvals, consents, permissions and sanctions, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the 'Board' which term shall be deemed to include any Committee(s) constituted/to be constituted by the Board to exercise its powers including the powers conferred by this Resolution), subject to the total borrowings of the Company not exceeding the borrowing powers approved by the Members from time to time under Section 180(1)(c) of the Act, the consent of the Members of the Company be and is hereby accorded to the Board and the Board be and is hereby authorised to create, offer, invite for subscription, issue and allot, from time to time, in one or more tranches and/or series, whether secured or unsecured, cumulative or non-cumulative, listed or unlisted, redeemable non-convertible debentures including but not limited to bonds and/or other debt securities, denominated in Indian rupees ('NCDs'), aggregating to an amount not exceeding ₹2300 Crore (Rupees Twenty Three Hundred Crore only), at par or at premium or at a discount, either at issue or at redemption, on a private placement basis, during the period of one year from the date of this Annual General Meeting or such other period as may be permitted under the Act and other applicable laws, as the Board in its absolute discretion deems fit and on such terms and conditions as may be decided by the Board.



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RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board be and is hereby authorised on behalf of the Company to determine the terms of issue including the class of investors to whom the NCDs are to be issued, time, the number of NCDs, tranches, issue price, tenor, interest rate, premium/discount, listing (in India or overseas) and to do all such acts, deeds, matters and things and deal with all such matters and take all such steps as may be necessary and to sign and execute any deeds / documents / undertakings / agreements / papers / writings, as may be required in this regard and to resolve and settle all questions and difficulties that may arise at any stage from time to time.

RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers conferred herein to any Committee of Directors or any Director(s) or executive(s)/officer(s) of the Company to do all such acts, deeds, matters and things as also to execute such documents, writings, etc. as may be necessary to give effect to this Resolution."

**By order of the Board  
For Tata Housing Development Company Limited**



  
**Ritesh Kamdar  
Company Secretary  
ACS - 20154**

**Place:** Mumbai

**Date:** December 30, 2020

Registered Office:

E Block, Voltas Premises, T B Kadam Marg,  
Chinchpokli, Mumbai 400033

CIN: U45300MH1942PLC003573

Tel No: 022-6661 4444

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Notes:

1. In view of the global outbreak of the Covid-19 pandemic, the Ministry of Corporate Affairs ("MCA") has vide its General Circular No. 20/2020 dated May 5, 2020 in relation to "Clarification on holding of annual general meeting (AGM) through video conferencing (VC) or other audio visual means (OAVM)" read with General Circular No. 14/ 2020 dated April 8, 2020 and the General Circular No. 17/ 2020 dated April 13, 2020 in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by Covid-19" (collectively referred to as "MCA Circulars") permitted the holding of the Annual General Meeting ("AGM") through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 ("Act") and MCA Circulars, the AGM of the Company is being held through VC / OAVM on Thursday, December 31, 2020 at 04.00 p.m. Indian Standard Time (IST). The deemed venue for the 41<sup>st</sup> AGM will be the registered office of the Company E Block, Voltas Premises, T B Kadam Marg, Chinchpokli, Mumbai - 400033.

Since the number of members are less than 50, the Chairman may decide to conduct vote by show of hands, unless demand for a poll is made by any member in accordance with Section 109 of the Act.

2. **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 IS BEING HELD PURSUANT TO THE MCA CIRCULARS THROUGH VC OR OAVM, THE REQUIREMENT OF PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, IN TERMS OF THE MCA CIRCULARS THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THIS AGM AND HENCE THE PROXY FORM AND ATTENDANCE SLIP ARE NOT ANNEXED TO THIS NOTICE.**
3. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
4. Corporate members intending to attend through their authorised representative, to attend the AGM are required to send a scanned copy (PDF/JPG format) a certified copy of its Board or governing body Resolution / Authorization to the Company, authorising them to attend and vote through VC/OAVM on their behalf at the AGM.
5. As per the provisions of Clause 3.B.IV of the General Circular No. 20/ 2020 dated May 5, 2020, the matters of Special Business as appearing at Item No. 3 & 4 of the accompanying Notice, are considered to be unavoidable by the Board and hence, forming part of this Notice.

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6. The Explanatory Statement pursuant to Section 102 of the Act setting out material facts concerning the business under Item No.3 & 4 of the Notice is annexed hereto. The relevant details, pursuant to Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India, in respect of Director seeking re-appointment at this AGM are also annexed.
7. The Company shall provide the required link to attend the 41<sup>st</sup> AGM of the Company at their registered email address / at the email address of the authorized representative, as the case may be, before the meeting, which would facilitate the Members/Authorized Representative, as the case may be, to attend the AGM via VC or OAVM. In case, any Members/Authorized Representative, as the case may be, need any assistance with using the technology, can contact the Company at following email id: [thdcsec@tatarealty.in](mailto:thdcsec@tatarealty.in) or call during the business hours at 09920134579.
8. The Members can join the AGM in the VC/OAVM mode 30 minutes before and 15 minutes after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice.
9. In compliance with the aforesaid MCA Circulars Notice of the AGM along with the Annual Report for the financial year 2019-20, is being sent by electronic mode to those Members whose email addresses are registered with the Company/Depositories.
10. To support the 'Green Initiative', Members who have not yet registered their email addresses are requested to register the same with their Depository Participants ("DPs") in case the shares are held by them in electronic form and with M/s. Link Intime India Pvt. Ltd. in case the shares are held by them in physical form.
11. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. Members are requested to submit the said form to their DP in case the shares are held in electronic form and to M/s. Link Intime India Pvt. Ltd. in case the shares are held in physical form.
12. The format of the Register of Members prescribed by the MCA under the Act requires the Company/Registrars and Share Transfer Agents ("RTA") to record additional details of Members, including their PAN details, e-mail address, bank details for payment of dividend etc. Members holding shares in physical form are requested to submit the filled in form to the Company at the registered office or to the Registrar in physical mode, after restoring normalcy or in electronic mode to M/s. Link Intime India Pvt. Ltd., as per instructions mentioned in the form. Members holding shares in electronic form are requested to submit the details to their respective DP only and not to the Company or RTA.
13. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or RTA, the details of such folios together with the share

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certificates for consolidating their holdings in one folio. A consolidated share certificate will be issued to such Members after making requisite changes.

14. The Shareholders may choose to hold the Ordinary Shares of the Company in the demat mode. The ISIN as allotted by NSDL is INE582L01016. In case of any query, you may please get in touch with the Company or the Registrar & Transfer Agent i.e. Link Intime India Pvt. Ltd. Add: 247 Park, C 101 1st Floor, LBS Marg, Vikhroli ( W ) , Mumbai – 400 083 Phone: +91 22 49186000.
15. Members who wish to inspect the relevant documents referred to in the Notice can send an email to [thdcsec@tatarealty.in](mailto:thdcsec@tatarealty.in) up to date of this Meeting. The Members who would like to express their views or ask questions during the AGM may raise the same at the meeting or send them in advance (mentioning their name and folio no./DP ID/ Client ID), at [thdcsec@tatarealty.in](mailto:thdcsec@tatarealty.in).
16. In case of joint holders attending the AGM, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.
17. The requisite document(s) as may be required, shall be made available for inspection to the members of the Company.
18. In case of a poll on any resolution at the AGM, members are requested to convey their vote at the following designated Email ID – [thdcsec@tatarealty.in](mailto:thdcsec@tatarealty.in).
19. Since the AGM will be held through VC/OAVM, The Route Map is not annexed in this Notice.

**By order of the Board  
For Tata Housing Development Company Limited**



**' Ritesh Kamdar  
Company Secretary  
ACS - 20154**

**Place:** Mumbai  
**Date:** December 30, 2020  
Registered Office:  
E Block, Voltas Premises, T B Kadam Marg,  
Chinchpokli, Mumbai 400033  
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## **Explanatory Statement pursuant to Section 102 of the Companies Act, 2013**

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The following Explanatory Statement, pursuant to Section 102 of the Companies Act, 2013 ("Act"), sets out all material facts relating to the businesses mentioned at Item Nos. 3 and 4 of the accompanying Notice.

### **Item 3**

The Board of Directors of the Company at its meeting held on September 9, 2020, upon on the recommendation of the Audit Committee, approved the re-appointment of M/s. Vinod C. Subramaniam & Co, Cost Accountants (Firm registration No.: 102395), as Cost Auditors for auditing the cost records of the Company for the financial year 2020-21 at a remuneration not exceeding ₹ 2,47,500/- (Rupees Two Lakh Forty Seven Thousand Five Hundred Only) plus taxes and out-of-pocket expenses.

In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, ratification for the remuneration payable to the Cost Auditors for the Financial Year 2020 – 21 by way of an Ordinary Resolution is being sought from the members as set out at Item No.3 of the Notice.

The Board commends the Ordinary Resolution set out at Item No.3 of the Notice for approval of the Members.

None of the Directors and the key managerial personnel(s) or their respective relatives is deemed to be concerned or interested in the aforesaid resolution.

### **Item No. 4:**

To meet the funding requirements of the Company, the Company has from time to time issued NCDs, in one or more series / tranches on private placement basis in accordance with the provisions of the Act.

In order to augment long term resources for financing, *inter alia*, refinancing of the existing debt, ongoing working capital requirement and for general corporate purposes, the Company may require further offering or inviting subscription, from time to time, in one or more tranches and/or series, whether secured or unsecured, cumulative or non-cumulative, listed or unlisted, redeemable non-convertible debentures including but not limited to bonds and/or other debt securities, denominated in Indian rupees ('NCDs') on private placement basis. The pricing for any instrument which may be issued by the Company on the basis of the Resolution set out at the Notice will be done by the Board (which term includes a duly constituted Committee of the Board of Directors) in accordance with applicable laws including the Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 and other Regulations, as may be applicable.

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The provisions of Sections 23, 42 and 71 of the Act read with Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 (the 'PAS Rules'), provide that a Company shall not make a private placement of its securities unless the proposed offer of securities or invitation to subscribe to the securities has been previously approved by the Members of the Company by a Special Resolution. The third proviso to Rule 14(1) of the PAS Rules provides that in case of an offer or invitation to subscribe to NCDs on private placement basis, the Company can obtain prior approval by means of a Special Resolution once a year for all offers or invitations for such NCDs during the year.

In terms of the provisions of Rule 14(1) of the PAS rules, disclosures pertaining to NCDs are as follows:

**a) Particulars of the offer including the date of passing of the Board Resolution:**

The Board resolution passed on November 29, 2018, which inter-alia provides for issuance of NCDs on a private placement basis.

**b) Kinds of Securities offered and the price at which security is being offered:**

Non-Convertible Debentures at such price as may be determined by the Board from time to time.

**c) Basis of justification for the price (including premium, if any) at which the offer or invitation is being made:**

As may be determined by the Board from time to time.

**d) Name and address of valuer who performed valuation:**

Not Applicable

**e) Amount which the company intends to raise by way of such securities:**

Up to ₹ 2,300 Crore.

**f) Material terms of raising such securities, proposed time schedule, purposes or objects of offer, contribution being made by the promoters or directors either as part of the offer or separately in furtherance of objects; principle terms of assets charged as securities:**

As may be determined by the Board, from time to time



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The Shareholders had approved the issuance of NCDs amounting to ₹ 2,300 Crore vide its resolution passed at the EGM held on December 12, 2019. The said approval had expired on December 11, 2020. This NCDs are within the overall borrowing limits of ₹ 2,500 Crore, approved by the Shareholders, pursuant to the provisions of Section 180(1)(c) and other applicable provisions of the Act, 2013, at their AGM held on September 10, 2014.

As on September 30, 2020, the net worth of the Company is ₹ 1286.12 crore and the total long term debt of the Company is ₹ 1850 crore including outstanding NCDs of ₹1800 crore. The proposed borrowings would be within the overall borrowing limits of ₹ 2500 Crore approved by the Shareholders.

The approval of the Members is being sought for issue of NCDs up to an amount of ₹ 2,300 Crore by way of a Special Resolution in compliance with the applicable provisions of the Act read with the Rules made thereunder, from time to time, in the manner as set in this Notice.

The Directors recommend the Resolution of the accompanying Notice, for the approval of the Members of the Company by way of a Special Resolution.

None of the Directors or Key Managerial Persons of the Company or their respective relatives is in any way concerned or interested, financially or otherwise, in the Resolution set out in this Notice.

By order of the Board  
**For Tata Housing Development Company Limited**



  
**Ritesh Kamdar**  
Company Secretary  
ACS - 20154

Place: Mumbai  
Date: December 30, 2020

**Information pursuant to the Secretarial Standards in respect of re-appointment of Director:**

**Agenda Item no. 2 -**

Name	Mr. Nipun Aggarwal
Age	47 years
DIN	DIN: 08094159

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Qualification	Mr. Aggarwal has completed his PGDM from Indian Institute of Management – Calcutta after his Electrical Engineering degree from Delhi College of Engineering.																								
Experience	He has 25 years of extensive experience in the Banking Sector, with SCB and Merrill Lynch, and Corporate Sector with L&T and BP plc in India & abroad.																								
Terms of appointment	To be re-appointed as Director, liable to retire by rotation																								
Remuneration sought to be paid	Except Sitting Fees (for attending Board Meetings), Mr. Aggarwal would not draw any remuneration from the Company.																								
Remuneration last drawn	During the Financial Year 2019-20, Sitting Fees of ₹ 80,000 has been paid for attending Board Meetings of the Company.																								
Date of First appointment	March 24, 2018																								
Shareholding in the Company	Nil																								
Relationship with other Directors, Key Managerial Personnel	Nil																								
No. of Meetings attended during the year	4 out of 4																								
Other Directorship, membership/chairmanship of committees of the other Boards	<table border="1"> <thead> <tr> <th>Sr. No.</th> <th>Name of the Company/ LLP</th> <th>Current Designation</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>Tata Electronics Private Limited</td> <td>Additional Director</td> </tr> <tr> <td>2</td> <td>TP Central Odisha Distribution Limited</td> <td>Additional Director</td> </tr> <tr> <td>3</td> <td>Tata Projects Limited</td> <td>Director</td> </tr> <tr> <td>4</td> <td>Tata Value Homes Limited</td> <td>Director</td> </tr> <tr> <td>5</td> <td>TRIL Roads Private Limited</td> <td>Director</td> </tr> <tr> <td>6</td> <td>TRIL Urban Transport Private Limited</td> <td>Director</td> </tr> <tr> <td>7</td> <td>Talace Private Limited</td> <td>Director</td> </tr> </tbody> </table>	Sr. No.	Name of the Company/ LLP	Current Designation	1	Tata Electronics Private Limited	Additional Director	2	TP Central Odisha Distribution Limited	Additional Director	3	Tata Projects Limited	Director	4	Tata Value Homes Limited	Director	5	TRIL Roads Private Limited	Director	6	TRIL Urban Transport Private Limited	Director	7	Talace Private Limited	Director
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By order of the Board  
For Tata Housing Development Company Limited



  
**Ritesh Kamdar**  
Company Secretary  
ACS - 20154

Place: Mumbai  
Date: December 30, 2020

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