

November 13, 2024

**To,**  
**BSE Limited**  
P. J. Towers, Dalal Street,  
Mumbai – 400001.

**Sub: Postal Ballot Notice dated November 13, 2024**

Dear Sir/Madam,

Pursuant to the Regulation 51(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) (as amended from time to time), please find enclosed Postal Ballot Notice dated November 13, 2024 (“Notice”) for seeking approval of Members of the Company through Remote e-voting on the following Special Business as set out in the Notice:

**1. Appointment of Mr. Satinder Singh Rana (DIN: 10790858) as an Independent Director of the Company.**

The Notice is being sent through electronic mode to those Shareholders/Members whose e-mail IDs are registered with the Company/Depositories as on Cut-off date i.e., Friday, November 08, 2024. Members who have not yet registered their e-mail IDs are requested to register the same as per the instructions given in the enclosed Notice.

The Company has engaged the services of Link Intime India Private Limited (“LI IPL”) as the agency to provide Remote e-voting facility to the Members of the Company. The Remote e-voting period will commence from **9:00 A.M. (IST) on Tuesday, November 19, 2024** and ends at **5:00 P.M. (IST) on Wednesday, December 18, 2024** and the Remote e-voting module shall be disabled thereafter.

The said Notice would also be made available on the website of Company at [www.motilaloswalhf.com](http://www.motilaloswalhf.com) and on the website of LI IPL at <https://instavote.linkintime.co.in>.

Kindly take the same on record.

Thanking you,  
Yours faithfully,  
**For Motilal Oswal Home Finance Limited**

**Sunny Ganatra**  
**Company Secretary & Compliance Officer**

Encl.: As above



## **Motilal Oswal Home Finance Limited**

CIN: U65923MH2013PLC248741

**Registered Office:** Motilal Oswal Tower, Rahimtullah Sayani Road,  
Opposite Parel ST Depot, Prabhadevi, Mumbai-400025.

**E-mail:** [hfquery@motilaloswal.com](mailto:hfquery@motilaloswal.com); **Website:** [www.motilaloswalhf.com](http://www.motilaloswalhf.com);

**Mo.:** +91 8291889898.

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### **POSTAL BALLOT NOTICE**

To,

**The Member(s) of Motilal Oswal Home Finance Limited ("Company")**

**Notice** is hereby given that pursuant to the provisions of Sections 110, 108 and all other applicable provisions of the Companies Act, 2013 (the "Act") read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (the "Rules"), Secretarial Standard on General Meetings ("SS-2") (including any statutory modification(s), re-enactment(s), amendment(s), clarification(s) or substitution(s) thereof, for the time being in force), and in accordance with the guidelines prescribed by the Ministry of Corporate Affairs ("MCA") for holding general meetings/conducting postal ballot process through Remote e-voting vide General Circular No. 14/2020 dated April 8, 2020, No. 17/2020 dated April 13, 2020, No. 3/2022 dated May 5, 2022, No. 11/2022 dated December 28, 2022, No. 09/2023 dated September 25, 2023 read with latest circular being No. 09/2024 dated September 19, 2024 (collectively referred to as "MCA Circulars"), it is proposed to seek consent of the Members of the Company, for the resolution appended below, by way of postal ballot ("Postal Ballot") by voting through electronic means i.e. Remote e-voting.

In compliance with the aforesaid MCA Circulars, this Postal Ballot Notice is being sent through electronic mode to those Shareholders/Members whose e-mail IDs are registered with the Company/Depositories as on Friday, November 08, 2024 ("Cut-off date"). Those Members who have not yet registered their e-mail IDs are requested to register the same by following the procedure set out in the notes to this Postal Ballot Notice.

In compliance with the aforesaid MCA Circulars, the hard copy of Postal Ballot Notice, Postal Ballot Forms and pre-paid business envelope are not being sent to the Members and Members are required to communicate their assent or dissent through Remote e-voting system only.

The Board of the Company has appointed Mr. Umashankar K. Hegde (ACS - 22133), Practicing Company Secretary, as the Scrutinizer for conducting the Postal Ballot process through Remote e-voting in a fair and transparent manner.

The Company has engaged the services of Link Intime India Private Limited ("LI IPL") to provide Remote e-voting facility. The Remote e-voting period commences from **9:00 A.M. (IST) on Tuesday, November 19, 2024** and ends at **5:00 P.M. (IST) on Wednesday, December 18, 2024**. The Members are requested to carefully read the instructions set out in the notes to this Postal Ballot Notice under the section "Instructions for Remote e-voting".

The Scrutinizer will submit his report to the Chairman or any person authorized by the Chairman in writing, after taking into consideration the votes cast through Remote e-voting. Based on Scrutinizer's Report, the result of the voting will be announced within 2 (two) working days from the conclusion of the Remote e-Voting at the Registered Office of the Company. The voting result along with Scrutinizer's Report shall be placed on the website of the Company i.e. [www.motilalosalhf.com](http://www.motilalosalhf.com) and on the website of the LIPL at <https://instavote.linkintime.co.in> and shall also be displayed on the Notice Board of the Company.

**SPECIAL BUSINESS:**

**APPOINTMENT OF MR. SATINDER SINGH RANA (DIN: 10790858) AS AN INDEPENDENT DIRECTOR OF THE COMPANY.**

To consider and if thought fit, to pass the following Resolution as a **Special Resolution**:

**"RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152, 160, 161 and other applicable provisions of the Companies Act, 2013 ("the Act") read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014 and applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (including any statutory modification(s), re-enactment(s), amendment(s), clarification(s) or substitution(s) thereof for the time being in force), the relevant provisions of the Articles of Association of the Company and based on the recommendation of the Nomination and Remuneration Committee and approval of the Board, Mr. Satinder Singh Rana (DIN: 10790858), being appointed as an Additional Independent Director of the Company with effect from September 30, 2024 and in respect of whom the Company has received a notice in writing under Section 160 of the Act, proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, for a term of 3 (three) years i.e. from September 30, 2024 to September 29, 2027, on such terms and conditions including commission on profits, if any, as applicable to Independent Directors of the Company.

**RESOLVED FURTHER THAT** for the purpose of giving effect to this Resolution, the Board (including any Committee thereof) be and is hereby authorised to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary or desirable, including without limitation to settle any question, difficulty or doubt that may arise in this regard."

**By Order of the Board of Directors  
For Motilal Oswal Home Finance Limited**

**Sd/-  
Sunny Ganatra  
Company Secretary & Compliance Officer  
ACS: A62430**

**Date:** November 13, 2024

**Place:** Mumbai

## NOTES:

1. A Statement pursuant to Section 102(1) of the Companies Act, 2013 ("the Act") setting out the material facts pertaining to the Resolutions as set out in the Postal Ballot Notice is annexed hereto.
2. In compliance with the provisions of Sections 108 and 110 of the Act read with the Rules made thereunder and circulars issued by Ministry of Corporate Affairs ("MCA") for holding general meetings/conducting postal ballot process through remote e-voting vide General Circular No. 14/2020 dated April 8, 2020, No. 17/2020 dated April 13, 2020, No. 3/2022 dated May 5, 2022, No. 11/2022 dated December 28, 2022, No. 09/2023 dated September 25, 2023 read with latest circular being No. 09/2024 dated September 19, 2024 (collectively referred to as "MCA Circulars"), the Company is pleased to provide the Remote e-voting facility to the Members to enable them to cast their vote(s) electronically and has engaged services of Link Intime India Private Limited ("LI IPL") to provide Remote e-voting facility. The instructions for the process to be followed for Remote e-voting are annexed to this Postal Ballot Notice.
3. In compliance with the aforesaid MCA Circulars, this Postal Ballot Notice is being sent only through electronic mode to those Members whose names appear in the Register of Members/ Beneficial Owners maintained by the Company/Depositories as on the Cut-off date i.e., Friday, November 08, 2024, and whose e-mail IDs are registered with the Company/Depositories. Members may note that the Postal Ballot Notice shall also be available on the website of Company, i.e. [www.motilaloswalhf.com](http://www.motilaloswalhf.com) and on the website of LI IPL at <https://instavote.linkintime.co.in>.
4. In accordance with the MCA Circulars, the Company has made necessary arrangements for the Members to register their e-mail IDs. Members who have not registered their e-mail IDs are requested to register the same (i) with the Depository Participant(s) where they maintain their demat accounts, if the shares are held in demat form, and (ii) Members holding shares in physical mode, who have not registered / updated their e-mail IDs with the Company, are requested to register / update their e-mail IDs by submitting request along with requisite supporting documents at [corpsec@motilaloswal.com](mailto:corpsec@motilaloswal.com).
5. Resolutions passed by the Members through Postal Ballot shall be deemed to have been passed as if it has been passed at a general meeting of the Members.
6. The Member whose name appears in the Register of Members/Beneficial Owners maintained by the Company/Depositories as on Cut-off date i.e., Friday, November 08, 2024, will only be considered for the purpose of Remote e-voting.
7. Voting rights shall be reckoned on the paid-up value of shares registered in the name of the Members/Beneficial Owners maintained by the Company/Depositories as on Cut-off date i.e., Friday, November 08, 2024.
8. The Remote e-voting period shall commence at **9:00 A.M. (IST) on Tuesday, November 19, 2024** and ends at **5:00 P.M. (IST) on Wednesday, December 18, 2024**. During this period, Members of the Company, holding shares either in physical form or in demat form, as on the Cut-off date i.e., Friday, November 08, 2024, may cast their vote electronically. The Remote e-voting module shall be disabled by LI IPL for voting thereafter.

9. Once the vote is cast by the Member on Remote e-voting, he/she shall not be allowed to change it subsequently or cast the vote again.
10. The Resolution, if approved with requisite majority, shall be deemed to have been passed on the last date specified for Remote e-voting i.e., **Wednesday, December 18, 2024**.
11. All the material documents referred to in the explanatory statement, if any, will be available for inspection in electronic mode. Members can inspect the same until the last date for receipt of votes by Remote e-voting, by sending an e-mail to the Company at [corpsec@motilaloswal.com](mailto:corpsec@motilaloswal.com).
12. All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rajiv Ranjan, AVP, LIPL, C-101, 1<sup>st</sup> Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West), Mumbai - 400083; Helpdesk: 022 49186000/49186175; E-mail to [enotices@linkintime.co.in](mailto:enotices@linkintime.co.in).

#### ❖ INSTRUCTIONS FOR REMOTE E-VOTING

The Individual Shareholders holding securities in demat mode can register directly with the depository or will have the option of accessing various ESP portals directly from their demat accounts.

#### 1. Login method for Individual Shareholders holding securities in demat mode is given below:

##### i. Individual Shareholders holding securities in demat mode with NSDL:

- a) Existing IDeAS user can visit the e-Services website of NSDL viz. <https://eservices.nsdl.com> either on a personal computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-voting services under Value added services. Click on "Access to e-voting" under e-voting services and you will be able to see e-voting page. Click on company name or e-voting service provider name i.e., LINKINTIME and you will be re-directed to "InstaVote" website for casting your vote during the remote e-voting period.
- b) If you are not registered for IDeAS e-Services, option to register is available at <https://eservices.nsdl.com> Select "Register Online for IDeAS Portal" or click at <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>. You will be required to proceed with updating the required fields and post registration, you will be provided a Login ID and Password. After successful login, you will be able to see e-voting services under Value added services. Click on "Access to e-voting" under e-voting services and you will be able to see e-voting page. Click on company name or e-voting service provider name i.e., LINKINTIME and you will be re-directed to "InstaVote" website for casting your vote during the remote e-voting period.

- c) Visit the e-voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a personal computer or on a mobile. Once the home page of e-voting system is launched, 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 hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-voting page. Click on company name or e-voting service provider name i.e., LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-voting period.

**ii. Individual Shareholders holding securities in demat mode with CDSL:**

- a) Existing users who have opted for Easi/Easiest, can login through their User ID and Password. Option will be made available to reach e-voting page without any further authentication. The URL for users to login to Easi/Easiest are <https://web.cdslindia.com/myeasitoken/Home/Login> or [www.cdslindia.com](http://www.cdslindia.com) and click on New System Myeasi.
- b) After successful login of Easi/Easiest the user will be able to see the E Voting Menu. The Menu will have links of e-voting service provider i.e., LINKINTIME. Click on LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-voting period.
- c) If the user is not registered for Easi/Easiest, option to register is available at <https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration> / <https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration>.
- d) Alternatively, the user can directly access e-voting page by providing demat account number and PAN from a link in [www.cdslindia.com](http://www.cdslindia.com) home page. The system will authenticate the user by sending OTP on registered Mobile & E-mail as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e., LINKINTIME. Click on "LINKINTIME" and you will be redirected to "InstaVote" website for casting your vote during the remote e-voting period.

**iii. Individual Shareholders (holding securities in demat mode) login through their depository participants:**

You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name i.e., LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.

**2. Login method for Individual Shareholders holding securities in physical form/ Non-Individual Shareholders holding securities in demat mode is given below:**

Individual Shareholders of the Company, holding shares in physical form / Non-Individual Shareholders holding securities in demat mode as on the Cut-off date for e-voting may register for e-voting facility of Link Intime as under:

- i. Open the internet browser and launch the URL: <https://instavote.linkintime.co.in>
- ii. Click on “Sign Up” under ‘SHARE HOLDER’ tab and register with your following details:
  - a) **User ID:** Enter your User ID details as given below:

<b>Manner of holding shares</b>	<b>User ID</b>
For Members who hold shares in demat account with CDSL	16 Digit Beneficiary ID
For Members who hold shares in demat account with NSDL	8 Character DP ID followed by 8 Digit Client ID
For Members who holds shares in physical form	Event No. + Folio Number registered with the Company

- b) **PAN:** Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable).
- c) **DOB/DOI:** Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format).
- d) **Bank Account Number:** Enter your Bank Account Number (last four digits), as recorded with your DP/Company.
  - Shareholders holding shares in **CDSL form**, shall provide ‘(c)’ or ‘(d)’, above
  - Shareholders holding shares in **NSDL form**, shall provide ‘d’ above
  - Shareholders holding shares in **physical form** but have not recorded ‘c’ and ‘d’, shall provide their Folio number in ‘d’ above
  - Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$%&\*), at least one numeral, at least one alphabet and at least one capital letter).
  - Click “confirm” (Your password is now generated).

- iii. Click on ‘Login’ under ‘SHARE HOLDER’ tab.

iv. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on 'Submit'.

### 3. Cast your vote electronically:

- i) After successful login, you will be able to see the notification for e-voting. Select 'View' icon.
- ii) E-voting page will appear.
- iii) Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).
- iv) After selecting the desired option i.e., Favour / Against, click on 'Submit'. A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

### 4. Guidelines for Institutional Shareholders ("Corporate Body/ Custodian/Mutual Fund"):

Institutional Shareholders (i.e., other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIPL at <https://instavote.linkintime.co.in> and register themselves as 'Custodian / Mutual Fund / Corporate Body'. They are also required to upload a scanned certified true copy of the board resolution / authority letter / power of attorney, etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the 'Custodian / Mutual Fund / Corporate Body' login for the Scrutinizer to verify the same.

The Steps for the same to be followed by the Institutional Shareholders are as follows:

#### STEP 1 - Registration

- a) Visit URL: <https://instavote.linkintime.co.in>.
- b) Click on Sign up under "Corporate Body/ Custodian/Mutual Fund".
- c) Fill up your entity details and submit the form.
- d) A declaration form and organization ID is generated and sent to the Primary contact person e-mail ID (which is filled at the time of sign up at point (b) above). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and has to be sent to [insta.vote@linkintime.co.in](mailto:insta.vote@linkintime.co.in).
- e) Thereafter, Login credentials (User ID; Organisation ID; Password) will be sent to Primary contact person's e-mail ID.
- f) While first login, entity will be directed to change the password and login process is completed.

## STEP 2 -Investor Mapping

- a) Visit URL: <https://instavote.linkintime.co.in> and login with credentials as received in Step 1 above.
- b) Click on “Investor Mapping” tab under the Menu Section.
- c) Map the Investor with the following details:
  - i. ‘Investor ID’ -
    - *Members holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID.*
    - *Members holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.*
  - ii. ‘Investor’s Name - Enter full name of the entity.
  - iii. ‘Investor PAN’ - Enter your 10-digit PAN issued by Income Tax Department.
  - iv. ‘Power of Attorney’ - Attach Board resolution or Power of Attorney. File Name for the Board resolution/Power of Attorney shall be - DP ID and Client ID. Further, Custodians and Mutual Funds shall also upload specimen signature card.
- d) Click on Submit button and investor will be mapped now.
- e) The same can be viewed under the “Report Section”.

## STEP 3 - Voting through Remote e-voting.

The Institutional Shareholder can vote through two methods, once remote e-voting is activated:

### METHOD 1 - VOTES ENTRY

- a) Visit URL: <https://instavote.linkintime.co.in> and login with credentials as received in Step 1 above.
- b) Click on ‘Votes Entry’ tab under the Menu section.
- c) Enter Event No. for which you want to cast vote. Event No. will be available on the home page of Instavote before the start of remote e-voting.
- d) Enter ‘16-digit Demat Account No.’ for which you want to cast vote.
- e) Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the '**View Resolution**' file link).
- f) After selecting the desired option i.e., Favour / Against, click on 'Submit'.

- g) A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote. (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

**OR**

**METHOD 2 -VOTES UPLOAD:**

- a) Visit URL: <https://instavote.linkintime.co.in> and login with credentials as received in Step 1 above.
- b) You will be able to see the notification for e-voting in inbox.
- c) Select '**View**' icon for '**Company's Name / Event number**'.
- d) E-voting page will appear.
- e) Download sample vote file from 'Download Sample Vote File' option.
- f) Cast your vote by selecting your desired option 'Favour / Against' in excel and upload the same under 'Upload Vote File' option.
- g) Click on 'Submit'. 'Data uploaded successfully' message will be displayed. (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

**5. Helpdesk for Individual Shareholders holding securities in physical mode/ Non-Individual Shareholders holding securities in demat mode:**

Shareholders facing any technical issue in login may contact Link Intime INSTAVOTE helpdesk by sending a request at [enotices@linkintime.co.in](mailto:enotices@linkintime.co.in) or contact on: Tel.: 022 4918 6000.

**6. Helpdesk for Individual Shareholders holding securities in demat mode:**

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e., NSDL and CDSL.

<b>Login type</b>	<b>Helpdesk details</b>
<b>Individual Shareholders holding securities in demat mode with NSDL</b>	Shareholders facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at: <b>022 - 4886 7000</b> and <b>022 - 2499 7000</b>
<b>Individual Shareholders holding securities in demat mode with CDSL</b>	Shareholders facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no.: <b>1800 22 55 33</b>

**7. Individual Shareholders holding securities in Physical mode who have forgotten the Password:**

If an Individual Shareholder holding securities in Physical mode has forgotten the User ID [Login ID] or Password or both then the Shareholder can use the “Forgot Password” option available on the e-voting website of Link Intime: <https://instavote.linkintime.co.in>

- Click on ‘Login’ under ‘SHARE HOLDER’ tab and further Click ‘forgot password?’
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on “SUBMIT”.

*In case Shareholder is having valid e-mail ID, Password will be sent to his / her registered e-mail ID. Shareholders can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. The Password should contain minimum 8 characters, at least one special character (@!#\$%&\*), at least one numeral, at least one alphabet and at least one capital letter.*

User ID for Shareholders holding shares in Physical Form (i.e., Share Certificate) is Event No + Folio Number registered with the Company.

User ID for Shareholders holding shares in NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID.

User ID for Shareholders holding shares in CDSL demat account is 16 Digit Beneficiary ID.

**8. Institutional Shareholders (“Corporate Body/ Custodian/Mutual Fund”) who have forgotten the Password:**

If a Non-Individual Shareholder holding securities in demat mode has forgotten the User ID [Login ID] or Password or both then the Shareholder can use the “Forgot Password” option available on the e-voting website of Link Intime: <https://instavote.linkintime.co.in>

- Click on ‘Login’ under ‘Corporate Body/ Custodian/Mutual Fund’ tab and further Click ‘forgot password?’
- Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA). Click on “SUBMIT”.

*In case Shareholder is having valid e-mail ID, Password will be sent to his / her registered e-mail ID. Shareholders can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. The password should contain a minimum of 8 characters, at least one special character (@!#\$%&\*), at least one numeral, at least one alphabet and at least one capital letter.*

**9. Individual Shareholders holding securities in demat mode with NSDL/ CDSL who have forgotten the password:**

Shareholders who are unable to retrieve User ID/Password are advised to use Forget User ID and Forget Password option available at abovementioned Depository/ Depository Participant(s) website.

User ID for Shareholders holding shares in NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID

User ID for Shareholders holding shares in CDSL demat account is 16 Digit Beneficiary ID.

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For Shareholders/Members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Postal Ballot Notice.
- During the voting period, Shareholders/Members can login any number of time till they have voted on the resolution(s) for a particular “Event”.

## **EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013:**

### **Item No. 1:**

The Members are informed that pursuant to Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the Company is required to have at least half of the total number of directors as an Independent Directors. With the resignation of Mr. P. H. Ravikumar as an Independent Director of the Company, the Company is required to appoint an Independent Director on the Board to ensure compliance with the said Regulation.

The Members are further informed that based on the recommendation of the Nomination and Remuneration Committee, the Board of the Company through circular resolution dated September 30, 2024, have considered and approved the appointment of Mr. Satinder Singh Rana (DIN: 10790858) as an Additional Director under Section 161 of the Companies Act, 2013 ("Act") w.e.f. September 30, 2024 to hold office up to the date of ensuing General Meeting/Postal Ballot of the Company. Further, the Board have considered and approved the appointment of Mr. Singh as an Independent Director for a tenure of 3 (three) years i.e., from September 30, 2024 to September 29, 2027, subject to approval of Members of the Company.

The Company has received all disclosures/declaration from Mr. Singh as required under various laws. The Company has also received a declaration to the effect that he meets the criteria of independence as per the applicable provisions of the Act and the Listing Regulations (as amended from time to time).

The Company has also received his consent to act as an Independent Director and declaration that he is not disqualified or debarred from being appointed as a Director in terms of Section 164 of the Act.

The copy of the draft letter of appointment of Independent Director setting out the terms and conditions would be available for inspection in electronic mode.

Brief profile of Mr. Singh is provided below under the section "**Additional Information of Director seeking appointment at the General Meeting pursuant to Secretarial Standards**"

The Board is of the view that the Company would greatly benefit from the rich and varied experience of Mr. Singh and accordingly recommends the Special Resolution set forth in Item No. 1 of the Notice for approval of the Members.

Save and except Mr. Singh who is appointee, none of the Directors or the Key Managerial Personnel of the Company including their relatives are, in any way, interested or concerned, financially or otherwise, in the Resolution except to the extent of their shareholding, if any, in the Company.

**Additional Information of Director seeking appointment at the General Meeting pursuant to Secretarial Standard on General Meetings (“SS-2”):**

<b>Name of the Director</b>	Mr. Satinder Singh Rana
<b>DIN</b>	10790858
<b>Date of Birth</b>	September 20, 1962
<b>Qualifications</b>	Master and Doctorate Degree in Science, Master of Philosophy, IRS-Batch 1988, Lawyer from University of Delhi, MBA from Melbourne and an Advocate with the Bar Council of Mumbai.
<b>Date of first Appointment on the Board</b>	September 30, 2024.
<b>Remuneration last drawn (Amount in Rs.)</b>	Not Applicable.
<b>Brief Profile</b>	<p>Dr. S. S. Rana is a distinguished former civil servant (IRS, Batch 1988). He had a prolific career spanning over three decades in public service, particularly in the domain of taxation and corporate law. He is retired as Chief Commissioner of Income Tax. He has a vast experience in the tax administration, litigation and vigilance matters. Dr. Rana holds a master and doctorate degree in science and holds a law degree from University of Delhi. He also holds a MBA degree from Melbourne, Australia. He is enrolled as an Advocate with the Bar Council of Mumbai in the year 2023.</p> <p>Dr. Rana is associated with a social enterprise YGROO, led by a global team of pioneers, domain experts, industry veterans. Using deep domain expertise, research and emerging technologies, YGROO have curated the most comprehensive and affordable, plug and play, managed learning services platform. Dr. Rana at present is CEO of the IRB Infrastructure Developers Limited, India’s leading infrastructure developers specializing in roadways and highways, with an operating history of over 40 years. IRB has a fully integrated business model with two listed InvIT.</p>
<b>Directorships held in other companies (excluding foreign companies) as on date</b>	NA
<b>Memberships of committees across companies (only Statutory Committees as required to be constituted under the Act considered)</b>	<p><b>Motilal Oswal Home Finance Limited:</b></p> <p>Member:</p> <ul style="list-style-type: none"> <li>• Audit Committee</li> <li>• Nomination and Remuneration Committee</li> </ul>
<b>Shareholding in the Company (Equity)</b>	Nil

<b>Relationship with other Directors/ Manager/Key Managerial Personnel</b>	None
<b>Number of Board meeting(s) attended during the Financial Year ("FY")</b>	1 out of 1 meeting held

**Note:** Pursuant to the requirement of Regulation 17(1C) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (as amended from time to time), the listed entity is required to obtain approval of shareholders for appointment of a person on the Board of Directors at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Hence, it is proposed to obtain approval of Members by means of Postal Ballot for abovementioned Item No. 1.

**By Order of the Board of Directors  
For Motilal Oswal Home Finance Limited**

Sd/-  
**Sunny Ganatra**  
Company Secretary & Compliance Officer  
ACS: A62430

**Date:** November 13, 2024  
**Place:** Mumbai