



NOTICE

NOTICE is hereby given that 11th Annual General Meeting of Tata Value Homes Limited will be held on Thursday, 31st day of December, 2020 at 3.00 p.m. through Video Conferencing or Other Audio Visual Means (OAVM) to transact the following business at shorter notice:

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 with or without modification(s) 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 ₹ 2,40,000/- (Rupees Two Lakh Forty Thousand 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."

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)

TATA VALUE HOMES LIMITED
CIN: U45400MH2009PLC195605

Regd. Office:- E Block, Voltas Premises, T. B. Kadam Marg, Chinchpokli, Mumbai – 400 033
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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 ₹500 Crore (Rupees Five 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.

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."

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5. To consider appointment of Mr. Kamlesh Parekh as an Independent Director:

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

"RESOLVED THAT Mr. Kamlesh Parekh (DIN: 00059140), who was appointed by the Board of Directors as an Additional Director of the Company with effect from November 10, 2020 under Section 161(1) of the Companies Act, 2013 ("the Act") and The Companies (Appointment and Qualification of Directors) Rules 2014, who is eligible for appointment and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act signifying its intention to propose the candidature of Mr. Kamlesh Parekh for the office of Director be and is hereby appointed as a Director of the Company."

"RESOLVED FURTHER THAT pursuant to the provisions of Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Act, The Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modifications or re-enactment(s) thereof for the time being in force), Mr. Kamlesh Parekh, who has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Act, and who is eligible for appointment as an Independent Director, be and is hereby appointed as an Independent Director of the Company to hold office for a term of three years with effect from November 10, 2020."

RESOLVED FURTHER THAT the Board of Directors or any other person authorized by the Board be and are hereby severally authorized to do all such acts, deeds, matters and things as may be deemed necessary to give effect to this resolution".

6. To consider appointment of Mrs. Sandhya Kudtarkar as an Independent Director:

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

"RESOLVED THAT Mrs. Sandhya Kudtarkar (DIN: 00021947), who was appointed by the Board of Directors as an Additional Director of the Company with effect from November 10, 2020 under Section 161(1) of the Companies Act, 2013 ("the Act") and The Companies (Appointment and Qualification of Directors) Rules 2014, who is eligible for appointment and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act signifying its intention to propose the candidature of Mrs. Sandhya Kudtarkar for the office of Director be and is hereby appointed as a Director of the Company."

"RESOLVED FURTHER THAT pursuant to the provisions of Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Act, The Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modifications or re-enactment(s) thereof for the time being in force), Mrs. Sandhya Kudtarkar, who has submitted a declaration that she meets the criteria of independence

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under Section 149(6) of the Act, and who is eligible for appointment as an Independent Director, be and is hereby appointed as an Independent Director of the Company to hold office for a term of three years with effect from November 10, 2020."

RESOLVED FURTHER THAT the Board of Directors or any other person authorized by the Board be and are hereby severally authorized to do all such acts, deeds, matters and things as may be deemed necessary to give effect to this resolution".

**By order of the Board
For Tata Value Homes Limited**



**Mrunal Shukla
Company Secretary
ACS: 31734**

**Registered Office: E Block, Voltas Premises,
T B Kadam Marg, Chinchpokli,
Mumbai: 400033**

**Date: December 30, 2020
Place: Mumbai**

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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 3:00 p.m. (IST). The deemed venue for the 11th 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.

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5. As per the provisions of Clause 3.A.III. of the General Circular No. 20/ 2020 dated May 5, 2020, the matters of Special Business as appearing at Item No. 3, 4, 5 & 6 of the accompanying Notice, is considered to be unavoidable by the Board and hence, forming part of this Notice.
6. The Explanatory Statement pursuant to Section 102 of the Act setting out material facts concerning the business under Item No. 3, 4, 5 & 6 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 Directors seeking appointment/re-appointment at this AGM are also annexed. Requisite declarations have been received from Director, for seeking re-appointment.
7. The Company shall provide the required link to attend the 11th 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: mrunalshukla@tatarealty.in or call during the business hours at 022 6661 4444.
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. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, PAN, registering of nomination, power of attorney registration, Bank Mandate details, etc., to their DPs in case the shares are held in electronic form and to the Registrar at www.linkintime.co.in in case the shares are held in physical form, quoting your folio no.
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. If a Member desires to cancel the earlier nomination and record a fresh nomination, he may submit the same in Form SH-14. Members are requested to submit the said form to their DP in case the shares are held in electronic form and to the RTA

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at www.linkintime.co.in in case the shares are held in physical form, quoting your folio no.

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 at www.linkintime.co.in, 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 certificates for consolidating their holdings in one folio. A consolidated share certificate will be issued to such Members after making requisite changes.
14. 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").
15. Members who wish to inspect the relevant documents referred to in the Notice can send an email to mrunalshukla@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.).
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. Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and Register of Contracts or arrangements in which Directors are interested, if any maintained under Section 189 of the Act will be available electronically for inspection by the members during the AGM. The document shall be shared by a screen share option in electronic mode.
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 – mrunalshukla@tatarealty.in.

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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 Value Homes Limited**



**Mrunal Shukla
Company Secretary
ACS: 31734**

**Registered Office: E Block, Voltas Premises,
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Mumbai: 400033**

**Date: December 30, 2020
Place: Mumbai**

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Explanatory Statement pursuant to Section 102 of the Companies Act, 2013

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 to 6 of the accompanying Notice.

Item No. 3:

The Board of Directors of the Company vide circular resolution dated September 24, 2020 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 ₹ 2,40,000/- (Rupees Two Lakh Forty Thousand 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 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.

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

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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:**
Board resolution passed on March 14, 2019, 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 ₹ 500 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:**

The Shareholders had approved the issuance of NCDs amounting to ₹ 500 Crore vide its resolution passed at the EGM held on March 18, 2020. The said approval had expired on March 17, 2020. The limits which was proposed herein is within the overall borrowing limit of ₹ 1000 Crore, approved by the Shareholders, pursuant to the provisions of Section 180(1)(c) and other applicable provisions of the Companies Act, 2013, at their AGM held on July 15, 2014.

The approval of the Members is being sought for issue of NCDs up to an amount of ₹ 500 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.

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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.

ITEM NO. 5 and 6:

Pursuant to the provisions of section 149 of the Act and rules made thereunder, every public company(s) which falls within class or classes as prescribed is required to have minimum 2 (two) directors as independent directors, whose office shall not be liable to retire by rotation.

During the financial year 2019-20, Company had listed its Debt Securities at BSE Limited. As a result of such listing, Company falls within the class as prescribed under the provisions of section 149 read with rule 4 of the Companies (Appointment and Qualification of Directors) Rules, 2014 and required to appoint requisite Independent Directors.

Accordingly, the Board of Director of the Company has, approved the appointment of Mr. Kamlesh Parekh (DIN: 00059140) Mrs. Sandhya Kudtarkar (DIN: 00021947), as an Additional Directors in the category of Independent Directors, subject to the approval of Members w.e.f. November 10, 2020, pursuant to provisions of Section 149 and 161 of the Companies Act, 2013 (the Act) read with Rules framed thereunder.

The Company has received consent and eligibility letters from Mr. Parekh and Mrs. Kudtarkar as required under the provisions of Section 149(6) of the Act and the Rules framed thereunder. The Company has also received a declaration confirming that they are not disqualified from being appointed as a Directors in terms of Section 164 of the Companies Act, 2013.

In the opinion of the Board of Directors, Mr. Parekh and Mrs. Kudtarkar, fulfils the criteria of Independence as specified under Section 149 of the Companies Act, 2013 and are independent of the management. Notice under Section 160 of the Act has been received from the Member proposing their appointment as Directors of the Company.

The brief profile of Mr. Parekh and Mrs. Kudtarkar in terms of Secretarial Standard - 2 on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, is given herein below:

- Mr Kamlesh Parekh

Age	65 years
Qualification	CAIIB from Indian Institute of Banking; and L.L.B & B.SC from University of Mumbai.

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Experience	<ul style="list-style-type: none"> Seasoned professional with over 40 years of experience providing senior executive leadership in the legal & compliance functions of the NBFCs of Tata Group Expertise in stressed account recovery, litigation, compliance regulations, and arbitration in the Banking/ NBFC sector Extensive network of CXOs, lawyers, business heads as well as key stakeholders in the judicial framework across India Track record of not having lost a single case in the entire career through unique combination of negotiation skills, leadership capability and demonstrated experience in mitigating legal risks and incorporating compliance frameworks
Terms and Conditions of Re-Appointment	As per the Companies Act, 2013
Remuneration (Proposed)	NIL
Remuneration (Drawn)	NIL
Date of First Appointment	November 10, 2020
Shareholding in the Company	NIL
Relationship with other Directors	None
Number of Meetings of the Board Attended during the year	NA
Other Directorships	1) India Emerging Companies Investment Limited 2) Inshaallah Investments Limited 3) Niskalp Infrastructure Services Limited 4) TRIL IT4 Private Limited
Chairman/Membership in other committees* of the Board	1. Member of Audit Committee & Nomination and remuneration Committee - Inshaallah Investments Limited; 2. Member of Audit Committee & Nomination and remuneration Committee - Niskalp Infrastructure Services Limited 3. Member of Audit Committee & Nomination and remuneration Committee - TRIL IT4 Private Limited

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Mrs. Sandhya Kudtarkar

Age	62 years
Qualification	She is a Qualified Chartered Accountant from ICAI & Qualified Company Secretary from ICSI.
Experience	She has worked with the Tata Group since March 1982. Having held various positions in the Secretarial function with Tata Steel, she was the Company Secretary of Tata Steel from June 1994 till October 2001 when she moved to the Group Legal Department. She retired from Tata Services Ltd from the position of Sr. Vice President - Legal Services in April 2018.
Terms and Conditions of Re-Appointment	As per the Companies Act, 2013
Remuneration (Proposed)	NIL
Remuneration (Drawn)	NIL
Date of First Appointment	November 10, 2020
Shareholding in the Company	NIL
Relationship with other Directors	None
Number of Meetings of the Board Attended during the year	NA
Other Directorships	<ol style="list-style-type: none"> 1) TS Investments Limited 2) Tata International Limited 3) Rohini Industrial Electricals Limited 4) Panatone Finvest Limited 5) Indian Rotorcraft Limited 6) Fiora Business Support Services Limited 7) Nahar Retail Trading Services Limited 8) Tata International West Asia DMCC 9) TRIL IT4 Private Limited
Chairman/Membership in other committees* of the Board	<ol style="list-style-type: none"> 1. Member of Corporate Social Responsibility Committee - TS Investments Limited; 2. Member of Audit Committee & Nomination and remuneration Committee - Panatone Finvest Limited

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	<ol style="list-style-type: none">3. Member of Audit Committee & Nomination and remuneration Committee - Indian Rotorcraft Limited4. Member of Audit Committee & Risk Management Committee - Tata International Limited5. Member of Corporate Social Responsibility Committee - Rohini Industrial Electricals Limited;6. Member of Audit Committee & Nomination and remuneration Committee - TRIL IT4 Private Limited
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A copy of the draft Letter of Appointments appointing Independent Directors and such other documents are available for inspection at the registered office of the Company .

The Board recommends the Ordinary resolution in relation to appointment of Mr. Parekh and Mrs. Kudtarkaras an Independent Directors for period upto 3 (three) consecutive years with effect from November 10, 2020 for the approval by the Members of the Company.

None of the directors and/or key managerial personnel their relatives except Mr. Parekh and Mrs. Kudtarkar to the extent of their respective appointment, are concerned or interested, financially or otherwise, in the above Resolution.

**By order of the Board
For Tata Value Homes Limited**




**Mrunal Shukla
Company Secretary
ACS: 31734**

**Registered Office: E Block, Voltas Premises,
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Mumbai: 400033**

**Date: December 30, 2020
Place: Mumbai**

TATA VALUE HOMES LIMITED
CIN: U45400MH2009PLC195605
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
Website: www.tatarealty.in



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

Item no. 2 -

Name	Mr. Nipun Aggarwal																								
Age	47 years																								
DIN	DIN: 08094159																								
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 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 Rs. 80,000 has been paid for attending Board Meetings of the Company.																								
Date of First appointment	May 4, 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><tr><th>Sr. No.</th><th>Name of the Company/ LLP</th><th>Current Designation</th></tr><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 Housing Development Company 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></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 Housing Development Company 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 Value Homes Limited**

Mrunal Shukla

**Mrunal Shukla
Company Secretary
ACS: 31734**



**Date: December 30, 2020
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CIN: U45400MH2009PLC195605**

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