

NOTICE

Notice is hereby given that the Fourteenth Annual General Meeting of the members of RISE Worldwide Limited will be held on Friday, August 13, 2021 at 4:00 PM IST through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"), to transact the following business:

Ordinary Business:

- 1. To consider and adopt the audited financial statement of the Company for the financial year ended March 31, 2021, the reports of the Board of Directors and Auditors thereon and, in this regard, to consider and if thought fit, to pass with or without modification(s), the following resolutions as an **Ordinary Resolutions**:
 - "RESOLVED THAT the audited financial statement of the Company for the financial year ended March 31, 2021 and the reports of the Board of Directors and Auditors thereon, as circulated to the members, be and are hereby considered and adopted."
- 2. To appoint Shri Devang Bhimjyani (DIN: 01183935), who retires by rotation as a Director and, in this regard, to consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution:**
 - "RESOLVED THAT in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Shri Devang Bhimjyani (DIN: 01183935) who retires by rotation at this meeting be and is hereby appointed as a Director of the Company."

Special Business:

3. To appoint Ms. Mohana V (DIN: 08333092) as a Director, liable to retire by rotation and, in this regard, to consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT in accordance with the provisions of Section 152 read with other applicable provisions of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Ms. Mohana V (DIN: 08333092) who was appointed as an Additional Director pursuant to the provisions of Section 161(1) of the Act and the Articles of Association of the Company and who holds office upto the date of this Annual General Meeting and in respect of whom the

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Company has received a notice in writing under Section 160 of the Act from a member proposing her candidature for the office of Director, be and is hereby appointed as a Director of the Company liable to retire by rotation;

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

4. To appoint Shri Suhel Seth (DIN: 01082981) as an Independent Director and, in this regard, to consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT in accordance with the provisions of Section 149 and 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or reenactment(s) thereof, for the time being in force), Shri Suhel Seth (DIN: 01082981) who was appointed as an additional director in accordance with the provisions of Section 161(1) of the Act and the Articles of Association of the Company and who holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member 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, to hold office, for a term of 5 (Five) consecutive years, up to July 02, 2026;

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

5. To appoint Shri Nikhil Bardia as Manager of the Company and, in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**:

"RESOLVED THAT in accordance with the provisions of Sections 196,197 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013, ("the Act"), the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), approval of the members be and is hereby accorded for the appointment of Shri Nikhil Bardia as a Manager and whole-time Key

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Managerial Personnel of the Company for a period of 3 (three) years with effect from July 21, 2021 on the terms and conditions including remuneration, as set out in the statement annexed to the Notice convening this meeting, with liberty to the Board of Directors ("the Board") to alter and vary the terms and conditions of the said appointment and / or remuneration as it may deem fit, subject to the same not exceeding the limits / approvals obtained as specified under Schedule V to the Act or any statutory modification or re-enactment thereof;

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

6. To approve sale and transfer of undertaking of the Company under Sections 180(1)(a) of the Companies Act, 2013 and, in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the provisions of the Memorandum and Articles of Association of the Company, approval of the members be and is hereby accorded to the sale and transfer of the undertaking of the Company comprising of 'Fashion & Lifestyle Division', on a going concern basis, by way of a slump sale to Reliance Brands Limited, fellow subsidiary company of the Company, on such terms and conditions, as approved by the Board of Directors;

RESOLVED FURTHER THAT the Board of Directors of the Company, be and is hereby authorized to do all such acts, deeds and things and take all such steps as may be necessary to give effect to this resolution."

By Order of the Board of Directors

Mariyappan M B Company Secretary

Membership No: A23991

Place: Mumbai Date: July 22, 2021



Notes:

- 1. Considering the ongoing Covid -19 pandemic, the Ministry of Corporate Affairs (MCA), has vide its circular dated January 13, 2021 read together with circulars dated April 08, 2020, April 13, 2020, and May 5, 2020 (collectively referred to as 'MCA Circulars'), permitted convening the Annual General Meeting ("Meeting") through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") without the physical presence of the Members at a common venue. In accordance with the MCA Circulars, provisions of the Companies Act, 2013 ("the Act) the AGM of the Company is being held through VC/OAVM and notice to all the members is being given only through e-mails registered with the Company. The deemed venue for the AGM shall be the Registered Office of the Company. Detailed instructions to attend, participate and vote at the meeting through VC is attached as Annexure 1.
- 2. Generally, a member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on his/her behalf at the meeting and a proxy need not be a member of the Company. Since this AGM is being held through VC/OAVM pursuant to the MCA Circulars, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed hereto.
- 3. Corporate members intending to authorize their representative(s) to attend the Meeting are requested to send to the Company vide an email at the designated email address provided in Annexure 1, a certified true copy of the relevant Board Resolution authorizing their representative(s) to attend and vote on their behalf at the Meeting before the commencement of the meeting.
- 4. Members/ Representatives attending the meeting through VC /OAVM shall be reckoned for the purpose of quorum under Section 103 of the Act.
- 5. Since the Meeting will be held through VC/OAVM the route map of the venue of the Meeting is not annexed hereto.
- 6. The Register of Directors, Key Managerial Personnel and their Shareholding, maintained under Section 170 of the Act, the Register of Contracts or arrangements in which Directors are interested, maintained under Section 189 of the Act and the relevant documents referred to in the notice will be available electronically for inspection by the members during the meeting. Members seeking to inspect through e-mode is required to notify the Company Secretary on or before August 13, 2021 through email at <a href="mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mailto:mai



- 7. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
- 8. A statement pursuant to Section 102(1) of the Act, relating to the Special Business to be transacted at the AGM is annexed hereto.
- In terms of the provisions of Section 152 of the Act, Shri Devang Bhimjyani (DIN: 01183935) Director, retires by rotation at the Meeting. The Nomination and Remuneration Committee and the Board of Directors of the Company commends his re-appointment.

Shri Devang Bhimjyani is interested in the Ordinary Resolution set out at Item No. 2 of the Notice with regard to his appointment. Save and except the above, none of the Directors of the Company / Key Managerial Personnel of the Company / their relatives/ relatives of Shri Devang Bhimjyani are in any way, concerned or interested, financially or otherwise, in the Ordinary Resolution set out under Item No. 1 and 2 of the Notice.

Details of Shri Devang Bhimjyani as required to be provided pursuant to the provisions of the Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India and approved by the Central Government are provided herein below:

Particulars	Shri Devang Bhimjyani
Age	35
Qualification	Bachelor of Science in Business Administration with Dual concentration in Finance & Operations Management.
Experience	Shri Devang Bhimjyani is Head of RIL Sports and Lifestyle business
Terms and Conditions of Appointment/ Re-appointment	As per the resolution passed by the shareholders at the Annual General Meeting held on August 14, 2019.
Remuneration last drawn	Nil
Remuneration Proposed to be paid	Sitting Fees as approved to be paid for attending Board and its Committee meetings
Date of first appointment on the Board	December 5, 2018
Shareholding in the Company as on March 31, 2021	Nil



Relationship with other Directors/Key Managerial Personnel	Nil	
Number of meetings of the Board attended during the financial	5	
year	The AMerican Director Director I	
Directorships of other Boards as	Tiger Warehousing Private Limited	
on March 31, 2021	Pegasus Resolution Services Private Limited	
	Tiger Warehousing Cold Private Limited	
	T Bhimjyani Warehousing Cold Chain Private	
	Limited	
	Bharat Foamcast Private Limited	
	T Bhimjyani Estate Private Limited	
	Royal Palm Estates Private Limited	
	SV Enviro Farms Private Limited	
	Dominion Infrastructure and Development	
	Company Private Limited	
	Orange Land Private Limited	
	Paramount Township Private Limited	
	T Bhimjyani Infrastructure Private Limited	
	Atlanta Land Private Limited	
	Neelkanth Residential Development Private	
	Limited	
	Central Cold Chain Private Limited	
	Tazaa Retail Chain Private Limited	
	Pegasus Advisory Services Private Limited	
	T Bhimjyani Realty Private Limited	
	Frontier Realty Private Limited	
	Reliance Foundation Youth Sports	
Membership/Chairmanship of		
Committees of other Boards as		
on March 31, 2021	Member- Corporate Social Responsibility	
,	Committee	



STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

The following statement sets out all the material facts relating to the Special Business mentioned in the accompanying Notice.

Item No. 3:

Based on the recommendation of Nomination and Remuneration Committee ("NRC") and pursuant to the provisions of Section 161(1) of the Companies Act, 2013 ("the Act") and the Articles of Association of the Company, the Board of Directors of the Company appointed Ms Mohana V (DIN: 08333092) as an Additional Director of the Company with effect from April 15, 2021. Pursuant to Section 161(1) of the Act, Ms Mohana V would hold office up to the date of this meeting.

The Company has received a notice in writing from a member under Section 160 of the Act proposing her candidature for the office of Director of the Company.

Ms Mohana V is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given her consent to act as a Director.

Details of Ms Mohana V, as required to be provided pursuant to the provisions of the Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India and approved by the Central Government are provided herein below:

Particulars	Ms. Mohana V
Age	51
Qualification	B.Com., C.S., L.L.B
Experience	Over 25 years of experience in the area of corporate legislations, compliances & corporate due diligence.
Terms and Conditions of Appointment/ Re-appointment	As per the resolution at item No. 3 of the Notice convening this meeting read with explanatory statement thereto, Ms Mohana V is proposed to be appointed as a Director of the Company liable to retire by rotation
Remuneration last drawn	_
Remuneration Proposed to be paid	Sitting Fees approved to be paid for attending Board and its Committee meetings
Date of first appointment on the Board	April 15, 2021

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Shareholding in the Company	Nil
Relationship with other Directors/Key Managerial Personnel	Nil
Number of meetings of the Board attended during the financial year	0
Directorships of other Boards as on April 15, 2021	Dronagiri Bokadvira North Infra Limited Dronagiri Bokadvira South Infra Limited Dronagiri Pagote North Infra Limited Dronagiri Bokadvira West Infra Limited Dronagiri Bokadvira East Infra Limited Indiawin Sports Private Limited Reliance Petro Marketing Limited
Membership/Chairmanship of Committees of other Boards as on April 15, 2021	-

Ms Mohana V does not hold any share of the Company in her name.

Ms Mohana V is interested in the resolution set out at item No. 3 of the Notice with regard to her appointment.

Save and except the above, none of the other Directors and Key Managerial Personnel of the Company / their relatives / relatives of Ms Mohana V are in any way, concerned or interested, financially or otherwise, in the resolution 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 by the members.

Item No. 4:

Based on the recommendation of Nomination and Remuneration Committee ("NRC") and pursuant to the provisions of Section 161(1) of the Companies Act, 2013 ("the Act) and the Articles of Association of the Company, the Board of Directors of the Company appointed Shri Suhel Seth (DIN: 01082981) as an Additional Director, designated as an Independent Director of the Company with effect from July 3, 2021 for a term of 5 (five) consecutive years. Pursuant to Section 161(1) of the Act, Shri Suhel Seth would hold office up to the date of this meeting.



The Company has received notice in writing from a member under Section 160 of the Act proposing the candidature of Shri Suhel Seth for the office of Director of the Company.

Shri Suhel Seth is not disqualified from being appointed as a director in terms of Section 164 of the Act and has given his consent to act as a director.

The Company has also received declaration from Shri Suhel Seth that he meets the criteria of independence as prescribed, under Section 149(6) of the Act.

In the opinion of the Board, Shri Suhel Seth fulfils the conditions for appointment as an Independent Director as specified in the Act. Shri Suhel Seth is independent of the management.

Details of Shri Suhel Seth as required to be provided pursuant to the provisions of the Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India and approved by the Central Government are provided herein below:

Particulars	Shri Suhel Seth	
Age	58	
Qualification	Advanced Management Program from Harvar Business School	
Experience	He is the Managing Partner of Counselage India. He is a lecturer at various Indian Institutes of Management. He presently sits on the global board of Cavendish and RADA (Royal Academy of Dramatic Arts, London) and on the regional board of Coca Cola. He is member of the Harvard Business School Consultants Club. He on the Board of Advisors of various foundations and is also appointed to the Experts Committee of India's Railway Board, He served as a Trustee on the India Brand Equity Foundation for six years	
Terms and Conditions of Appointment/ Re-appointment	As per the resolution at item No. 4 of the Notice convening this meeting read with explanatory statement thereto, Shri. Suhel Seth is proposed to be appointed as an Independent Director.	
Remuneration last drawn	Nil	
Remuneration Proposed to be paid	Sitting Fees approved to be paid for attending Board, its Committee meetings and Independent Directors Meetings.	



Date of first appointment on the Board	July 03, 2021
Shareholding in the Company as on March 31, 2021	Nil
Relationship with other Directors/Key Managerial Personnel	Nil
Number of meetings of the Board attended during the financial year	0
Directorships of other Boards as	Nuxalbari Tea Company Private Limited
on July 02, 2021	Counselage India Private Limited
	Caudex India Consulting Private Limited
Membership/Chairmanship of	-
Committees of other Boards as on	
July 02, 2021	

Shri Suhel Seth does not hold any share of the Company in his name.

Shri Suhel Seth is interested in the resolution set out at item No. 4 of the Notice with regard to his appointment.

Save and except the above, none of the other Directors and Key Managerial Personnel of the Company / their relatives / relatives of Shri Suhel Seth are in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of the Notice.

The Board commends the Ordinary Resolution set out at Item No. 4 of the Notice for approval by the members.

Item No. 5:

The Board of Directors of the Company, on recommendation of the Nomination and Remuneration Committee (NRC) of the Company, at its meeting held on July 21, 2021 had subject to approval of members appointed Shri Nikhil Bardia as the Manager and whole time Key Managerial Personnel of the Company for a period of 3 years with effect from July 21, 2021, on such terms as detailed below:

(1) Remuneration not exceeding Rs. 1.50 crore per annum subject to such compliances as specified under schedule V of the Companies Act, 2013 ("the Act) or any statutory Modification(s) thereto or re-enactment thereof.



- (2) The Manager would perform his duties as such with regard to all work of the Company and he will manage and attend to such business and carry out the orders and directions given by the Board of Directors of the Company from time to time in all respects and conform to and comply with all such directions and regulations as may from time to time be given and made by the Board and the functions of the Manager would be under the overall authority of the Board of Directors of the Company.
- (3) The Manager shall act in accordance with the provisions of the Articles of Association of the Company.
- (4) The office of the Manager may be terminated by the Company or by him by giving to the other, 3 (three) months prior notice in writing, unless mutually agreed otherwise.
- (5) The terms and conditions set out herein for appointment and payment of remuneration within the permissible limits and conditions as specified, may be altered and varied by the Board of Directors as it may, from time to time, deem fit.

It is proposed to seek members' approval for the appointment of and remuneration payable to Shri Nikhil Bardia as Manager of the Company in terms of the applicable provisions of the Act.

Shri Nikhil Bardia fulfils the eligibility criteria set out in Section 196(3) and in Part I of Schedule V to the Act.

The following information about the Company and Shri Nikhil Bardia are given below in terms of Section II, Part II of Schedule V to the Act:

I.	GENERAL INFORMATION	
(1)	Nature of Industry	Sports & Sponsorship consulting, Fashion and Sustainability platform building, Athelete talent Management, Licensing, Broadcast Production, Lifestyle and Entertainment with owned or managed.
(2)	Date or expected date of commencement of commercial production	Not Applicable
(3)	In case of new companies, expected date of commencement of activities as per project approved	Not Applicable

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		dwide
	by financial institutions appearing	
(4)	in the prospectus	[F:
(4)	Financial Performance based on	Financial year ended March 31, 2021
	given indicators	Total Rs. 109.94 crore
		Income
		Profit Rs. 0.29 crore
		after tax
		EPS Basic – Rs. 0.03
(=)		Diluted – Rs. 0.03
(5)	Foreign investments or	Not applicable
	collaborations, if any	ONITEE
II.	INFORMATION ABOUT THE APP	
(1)	Background details	Shri Nikhil Bardia, has over 15 years of rich
		experience in sports business with key
		roles across sports leagues, franchises and
		agencies. Shri Nikhil Bardia, is associated
		with the company as an Assistant Vice Present since 2016.
(2)	Past Remuneration	
(2)	Fast Remuneration	Not Applicable as appointed as Manager for the first time
(3)	Recognition or awards	Not applicable
(4)	Job Profile and his suitability	In the company his primary responsibility is
(-)	Job I Tollie and Tils Sullability	to generate revenues for all business
		assets of the group by creating and
		executing an effective commercial strategy
		which generates maximum value for all
		stakeholders. He is also responsible to
		grow and develop the talent vertical
		business of the organization, in his capacity
		of the business head.
(5)	Remuneration proposed	As mentioned above
	-	
(6)	Comparative remuneration profile	Considering the unique business of the
	with respect to industry, size of the	Company, it is not comparable with the
	company, profile of the position and	industry.
	person (in case of expatriates the	
	relevant details would be with	
(-)	respect to the country of his origin)	
(7)	Pecuniary relationship directly or	Nil
	indirectly with the company or	
	relationship with the managerial	
	personnel, if any	

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III.	OTHER INFORMATION:	
(1)	Reasons for loss or inadequate profits	The Company has invested in promoting sports leagues in the country in the field of football and basketball apart from production business. The gestation period is long in sports leagues to achieve milestones and make profits.
(2)	Steps taken or proposed to be taken for improvement	NA
(3)	Expected increase in productivity and profits in measurable terms	NA

Shri Nikhil Bardia and his relatives may be deemed to be interested in item no. 5 of the notice as it is pertaining to the approval of his appointment including remuneration.

Save and except the above, none of the Directors and Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the special resolution set out at Item No. 5 of the Notice.

The Board commends the special resolution set out at Item No. 5 of the Notice for approval by the Members.

Item no 6:

As a part of restructuring of its business operations, the Company proposes to sell and transfer the business of Fashion & Lifestyle division on a going concern basis by way of a 'slump sale' to Reliance Brands Limited (RBL), a fellow subsidiary of the Company.

Fashion & Lifestyle division is in the business of owning & managing IPs like Lakme Fashion Week, and sustainability platforms like The Voice of Fashion, Jio Wonderland, Gen Next, Circular Design Challenge. Both Fashion & Lifestyle division of the Company & RBL are in the same space of Fashion & Lifestyle. This synergy will help in many ways.

Pursuant to the provisions of section 180(1)(a) of the Companies Act, 2013 the Board of Directors shall not, except with the consent of the members of the Company by way of a Special Resolution, sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking of the Company or where the company owns more than one undertaking, of the whole or substantially the whole of any of such undertakings. Explanation (i) to Section 180(1) (a) of the Companies Act, 2013 states that the meaning of an 'undertaking' for the purposes of Section 180(1) of the Companies Act, 2013 is an undertaking in which the investment of the company exceeds twenty percent of its net worth as per the audited balance sheet of the preceding financial year or an undertaking

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which generates twenty percent of the total income of the company during the previous financial year.

The proposed sale of Fashion & Lifestyle division of the Company on a slump sale basis to RBL would constitute sale of an 'undertaking' as defined under Section 180(1)(a) of the Companies Act, 2013, hence it is proposed to obtain the approval of the members.

The Board of Directors at its meeting held on July 21, 2021 has approved the same and recommended the same for approval by the members of the Company.

Shri Suhel Seth, Independent Director of the Company has been appointed as an Independent Director of RBL on July 22, 2021 and may deemed to be concerned to the extent of his directorship.

Except Shri Suhel Seth, none of the Directors, / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the special resolution set out at Item No. 6 of the Notice.

The Board commends the special resolution set out at Item No. 6 of the Notice for approval by the Members.

By Order of the Board of Directors

Mariyappan M B Company Secretary

Place: Mumbai Date: July 22, 2021

Registered Office: Court House, 3rd Floor, Lokmanya Tilak Marg, Dhobi Talao, Mumbai – 400 002



Annexure 1

Members are requested to note the following in accordance with the MCA circulars:

- 1. The meeting through video-conference would be conducted through "Jio Meet" which enables two-way audio and video conference.
- Click https://jiomeetpro.jio.com/shortener?meetingId=0762200096&pwd=mXr5Y to join meeting. Alternatively the Members may join the meeting by entering meeting id 076 220 0096 and the password mXr5Y.
 - Detailed instructions on installing Jio is attached as Annexure 2.
- 3. The link to join the meeting shall be active from 3:45 PM onwards on the day of the meeting.
- 4. E-mail address of the Company Secretary of the Company, Shri. Mariyappan M B i.e. mariyappan.mb@ril.com is designated for correspondences / voting and all other purposes related to the meeting.
- 5. In the event of demand for poll at the meeting, members shall send their votes by email from their email address which is registered with the company and shall only be sent to the designated email address mentioned in point no. 4 above.
- 6. For any assistance before or during the meeting, members may contact Shri. Mariyappan M B at +91 9967470055.

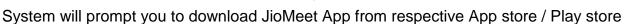


Annexure 2

- 1. Members would have received an email from the Company to participate in the Annual General meeting through Video Conference (VC) on your email address registered with the Company.
- 2. The facility of joining the Meeting through VC shall open 15 minutes before the time scheduled for the meeting and shall be kept open throughout the proceedings of the meeting.
- 3. In case you already have JioMeet installed on your Laptop / Computer / iPad / Mobile Phone, click on meeting link. You will connect to the meeting by entering the password (5 digits alphanumerical case sensitive). Alternatively, you may open JioMeet, click on "Join a Meeting" option on JioMeet. Mention meeting code (10 digit numerical number) and meeting password (5 digit alphanumerical case sensitive)
- 4. In case you do not have JioMeet installed on your Laptop / Computer / iPad / Mobile Phone, please follow the below given procedure.

Option 1

For installing JioMeet App on your **iPad / apple devices / iPad / Android devices**: Click on meeting link from the email invitation/calendar events



Download and Install JioMeet. You may signup using your Indian Mobile number for OTP based login or Email address & then sign in. Signup is optional. You may also join the Meeting without login.

Once installed, click on invitation once again on meeting link from the email invitation/calendar events you will be prompted to start JioMeet App.

State your name & mention meeting code (10-digit numerical number) & meeting password (5 digits alphanumerical – case sensitive)

Click on "Join meeting" option



You will join the Meeting. Make sure you start your camera, and the microphone may be kept on "Mute" when not speaking.

Option 2

For participating through Windows / Apple powered Laptops / Computer devices:

Open the https://jiomeet.jio.com using Google Chrome browser

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Simply click on "Join A Meeting" option from the website top panel.

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A new Browser window would open. Mention meeting code (10 digits numerical number) & meeting password (5 digits alphanumerical – case sensitive)

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You will enter the Meeting. Make sure you permit to start your camera, and the microphone may be kept on "Mute" when not speaking.