ADDENDUM TO THE NOTICE OF THE 39th ANNUAL GENERAL MEETING

Addendum to the Notice of the 39th Annual General Meeting ("AGM") of the Members of Reliance Capital Limited ("Company") scheduled to be held on **Monday, September 29, 2025 at 4:00 P.M. (IST)** through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").

The Company had circulated the Notice of the 39th AGM dated September 25, 2025 ("Original Notice") to the Members electronically on September 25, 2025, setting out the businesses to be transacted at the AGM.

By way of this addendum, the following additional business is proposed for the consideration and approval of the Members and this addendum shall be deemed to be an integral part of the Original Notice dated September 25, 2025.

SPECIAL BUSINESS:

ITEM NO. 8

Change of name of the Company and consequent alterations in Memorandum of Association and Articles of Association of the Company.

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

"**RESOLVED THAT** pursuant to the provisions of Sections 4, 5, 13, 14, 15 and other applicable provisions, if any, of the Companies Act, 2013 read Rules made thereunder (including any statutory modification(s) or re-enactments(s) thereof for the time being in force), Memorandum of Association and Articles of Association of the Company, subject to such approvals, consents, sanctions and permissions as may be required from the Registrar of Companies, or appropriate regulatory and statutory authorities, the consent of the Shareholders of the Company be and is hereby accorded to change the name of the Company from "Reliance Capital Limited" to "IndusInd Capital Limited" as approved by Central Registration Centre, Ministry of Corporate Affairs.

RESOLVED FURTHER THAT the Name Clause being Clause I in the Memorandum of Association of the Company be altered accordingly and substituted by the following clause:

I. The Name of the Company is "INDUSIND CAPITAL LIMITED".

RESOLVED FURTHER THAT upon issuance of the fresh Certificate of Incorporation by the Registrar of Companies, Mumbai, consequent upon change of name, the name of the Company wherever appearing in the Memorandum of Association and Articles of Association and other relevant documents, papers, and places of the Company, be substituted accordingly.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things as may be required, and to delegate all or any of its powers herein conferred to any Committee of Board and/or Director(s) and /or officer(s) of the Company to give effect to this resolution."

By **Order of the Board of Directors**

Atul Tandon
Company Secretary & Compliance Officer
Membership No. – ACS 11672

Registered Office:
Reliance Capital Limited
11th Floor, R-Tech IT Park
Nirlon Compound, Off Western Express Highway
Goregaon (East), Mumbai 400 063, Maharashtra
CIN: U65910MH1986PLC165645
Website: www.reliancecapital.co.in

Date: September 26, 2025
Place: Mumbai

NOTES:

1. The Statement pursuant to Section 102(1) of the Act, in respect of the special business proposed above to be transacted at the ensuing 39th AGM, is annexed hereto and forms part of the Notice.

2. Relevant documents referred to in this Addendum to the Notice are available for inspection by the Members electronically or at the Registered Office of the Company during business hours on all working days till the continuance of the e-voting period.

3. This Addendum to the Notice is available along with the Notice of the 39th AGM on the Company's website at www.reliancecapital.co.in

Statement pursuant to Section 102(1) of the Companies Act, 2013 to the accompanying Addendum Notice dated September 26, 2025, setting out all the material facts:

Item No.8 Change of name of the Company and consequent alterations in Memorandum of Association and Articles of Association of the Company

Pursuant to the Approved Resolution Plan approved by the National Company Law Tribunal, Mumbai (NCLT) and the approvals received from various regulatory authorities, the Corporate Insolvency Process (CIRP) of Reliance Capital Limited (the 'Company'), was successfully concluded on March 19, 2025. As a result, the management of the Company was transferred by the RBI-appointed Administrator to IndusInd International Holdings Limited (IIHL).

In alignment with the brand strategy of IIHL, it was proposed to change the name of the Company from "Reliance Capital Limited" to "IndusInd Capital Limited" (the "proposed name"). The Board of Directors at their meeting held on April 10, 2025, had approved the change in the name of the Company to IndusInd Capital Limited, subject to the approval of the Reserve Bank of India (RBI), Registrar of Companies, Ministry of Corporate Affairs ("MCA") and the Shareholders.

Accordingly, the Company had submitted an application to RBI and Central Registration Centre, MCA, seeking No Objection Certificate ("NOC") and reservation of the name, respectively. RBI has issued NOC for the proposed change in name of the Company vide its letter dated September 4, 2025. Further, Central Registration Centre, MCA has also provided its approval for the availability of the proposed name vide its letter dated September 26, 2025, which will remain valid for 60 days.

In accordance with Sections 13 and 14 of the Companies Act, 2013, the change of Company's name, including change in the Name clause of the Memorandum of Association and relevant clauses of the Articles of Association, requires approval of the Shareholders of the Company by way of a Special Resolution.

The altered Memorandum of Association and Articles of Association shall be available for inspection by the Members at the Registered Office of the Company.

None of the Directors, Key Managerial Personnel and their relatives is concerned or interested, financially or otherwise, in this resolution.

The Board of Directors of the Company accordingly recommends the Special Resolution set out at Item No. 8 of the accompanying Notice for the approval of the Members.

By **Order of the Board of Directors**

Atul Tandon
Company Secretary & Compliance Officer
Membership No. – ACS 11672

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