

February 24, 2024

BSE Limited

Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai - 400001
Maharashtra, India

Scrip Code: 538611 ISIN: INE840I01014**Ref: Disclosures under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 (SEBI Listing Regulations)****Sub: Outcome of the meeting of the Board of Directors held on Saturday, February 24, 2024**

Time of Commencement: 3:00 P.M.

Time of Conclusion: 4.30 P.M.

Dear Sir/Madam,

This is in continuation to our prior intimation under Regulation 29 of the SEBI Listing Regulations dated February 21, 2024. In terms of Regulation 30 of the SEBI Listing Regulations, we wish to inform you that the Board of Directors of the Company has at its meeting held today i.e., February 24, 2024, *inter-alia*:

1. Considered and recommended to the shareholders for their approval, the adoption of Restated Articles of Association of the Company. A brief of the same is given below:

The Company is proposing to adopt a Restated Articles of Association in place of the existing Articles of Association, to include the recent amendments to the Companies Act, 2013 and the introduction of Master Direction – Reserve Bank of India (Non-Banking Financial Company – Scale Based Regulation) Directions, 2023 by the Reserve Bank of India and the provisions of SEBI (Listing Obligations & Disclosure Requirements), Regulations, 2015.

2. Considered and recommended to the shareholders for their approval, to offer or invite to subscribe, Non-Convertible Debentures on private placement basis, aggregating up to INR 100,00,00,000/- (Indian Rupees One Hundred Crores only).
3. Considered and approved the issuance of up to 2000 number of 9% Unlisted Unsecured Redeemable Non-Convertible Debentures in the nature of subordinated debt of face value INR 1,00,000/- (Indian Rupees One Lakh only) at par aggregating up to INR 20,00,00,000/- (Indian Rupees Twenty Crores only) on private placement basis for a period of sixty one months.
4. Approval of Postal Ballot Notice to the shareholders for their consideration of the following Special Businesses:
 - a) Adoption of Restated Articles of Association of the Company;
 - b) Appointment of Mrs. Padmini Ceruseri Srikanth as a Non – Executive Director in the Company;
 - c) Appointment of Mr. Ratnesh Kumar Agrawal as an Independent Director for a period of five (5) years with effective from February 14, 2024; and
 - d) Offer or invitation to subscribe to Non – Convertible Debentures on private placement basis.

5. Considered and reconstituted the following Committees with effect from February 24, 2024:

a) Audit Committee:

Sl. No.	Name of the Members	Position	Category
1	Mr. Ratnesh Kumar Agrawal	Chairman	Non-Executive Independent Director
2	Mr. Ujjawal Kumar Bothra	Member	Non-Executive Independent Director
3	Mr. Gopal Sridharan	Member	Executive Director

b) Nomination and Remuneration Committee:

Sl. No.	Name of the Members	Position	Category
1	Mr. Ratnesh Kumar Agrawal	Chairman	Non-Executive Independent Director
2	Mr. Ujjawal Kumar Bothra	Member	Non-Executive Independent Director
3	Mr. Somnath Sarkar	Member	Non-Executive Independent Director

c) Stakeholders Relationship Committee:

Sl. No.	Name of the Members	Position	Category
1	Mr. Ratnesh Kumar Agrawal	Chairman	Non-Executive Independent Director
2	Mr. Ujjawal Kumar Bothra	Member	Non-Executive Independent Director
3	Mr. Gopal Sridharan	Member	Executive Director

You are requested to take the above information on record.

Thanking you,
Yours Sincerely,

For Real Touch Finance Limited

Manoj Kumar Jena

Company Secretary and Compliance Officer
ACS 67684