

DHFL/CSD/2017-18/ 830
July 21, 2017

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| The Manager Listing Department BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai- 400 001. | The Manager Listing Department National Stock Exchange of India Limited, 'Exchange Plaza', C-1, Block G, Bandra- Kurla Complex, . Bandra (East), Mumbai- 400 051. |
| Fax No. 2272 2082 / 3132 | Fax No. 26598237 / 38 |
| Kind Attn. DCS -CRD | Kind Attn. Head - Listing |
| Stock Code : 511072 | Stock Code : DHFL |

Dear Sirs,

Ref: Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Sub: Proceedings of the 33rd Annual General Meeting held on July 21, 2017

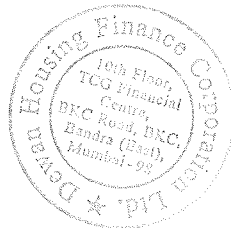
In terms of Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith copy of the proceedings of the 33rd Annual General Meeting of the Members of the Company held on Friday, July 21, 2017 at 12.00 Noon at M. C. Ghia Hall, Bhogilal Hargovindas Building, 4th Floor, 18/20, K. Dubash Marg, Kala Ghoda, Mumbai 400 001, for your information and records.

Kindly take the same on record.

Yours sincerely,

for Dewan Housing Finance Corporation Limited


Niti Arya
Company Secretary
FCS 5586



Encl : as above



DEWAN HOUSING FINANCE CORPORATION LIMITED

Corporate Identity Number (CIN) – L65910MH1984PLC032639

Corporate Office : TCG Financial Centre, 10th Floor, BKC Road, Bandra Kurla Complex, Bandra (East), Mumbai
– 400 098, Tel. : (022) 6600 6999, Fax: (022) 6600 6998

Registered Office : Warden House, 2nd Floor, Sir P. M. Road, Fort, Mumbai - 400 001.

Toll Free No. 1800 22 3435, Fax No. : +91 22 26583344

Visit us at : www.dhfl.com , email – response@dhfl.com

Proceedings of the Thirty Third Annual General Meeting of the Members of Dewan Housing Finance Corporation Ltd held on Friday, July 21, 2017 which commenced at 12.00 Noon and concluded at 1.40 p.m.

As per the Notice dated May 3, 2017, the Thirty Third Annual General Meeting (AGM) of the Members of the Company was held on Friday, July 21, 2017 at 12.00 Noon at M. C. Ghia Hall, Bhogilal Hargovindas Building, 4th Floor, 18/20, K. Dubash Marg, Kala Ghoda, Mumbai 400001.

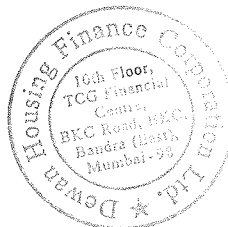
Mr. Kapil Wadhawan - Chairman & Managing Director of the Company presided over the proceedings and welcomed the Members to the Thirty Third AGM of the Company.

A total of 252 Members attended the AGM including 3 Members being present through proxy, as per the Member's attendance register. The representatives of the Statutory Auditors and the Secretarial Auditors were also present at the AGM.

The Chairman introduced the Board Members present on the dais to the Members of the Company and with the permission of the Members, the notice being already circulated was taken as read.

The Chairman then addressed the Members and gave an overview of the financial performance of the Company for the financial year ended March 31, 2017 and its future outlook.

The Chairman informed the Members that in accordance with the provisions of the Companies Act, 2013, read with the rules made thereunder and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 "SEBI Listing Regulations", the Company had extended the remote e-voting facility through National Securities Depository Limited (NSDL) to enable the Members of the Company to cast / exercise their vote(s) electronically on the agenda items specified in the Notice of the 33rd AGM. The remote e-voting period had commenced on Tuesday, July 18, 2017 (9.00 a.m. IST) and ended on Thursday, July 20, 2017 (5.00 p.m. IST). The Members were informed that the facility for voting by way of ballot papers was made available at the AGM for the Members who had not cast their vote through remote e-voting.



The Chairman further informed that the Board of Directors had appointed Mrs. Jayshree S. Joshi (FCS No. 1451), Proprietress of M/s. Jayshree Dagli & Associates, Practising Company Secretaries, Mumbai, as the Scrutinizer for the purpose of scrutinizing the voting process (both Remote e-voting and voting process through ballot papers at the AGM), for the resolutions included in the Notice of the 33rd AGM.

The Chairman then invited participation of the Members of the Company for discussing the Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2017 along with Auditors and Board's Report thereon.

Thereafter, several Members of the Company addressed the meeting, gave their suggestions and asked certain queries on the financial statements and operations of the Company. The Chairman responded to all the queries to the satisfaction of the Members.

The Chairman proposed item no 1, to be passed as an Ordinary Resolution, relating to consideration and adoption of the Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2017 and the Reports of the Board of Directors and Statutory Auditors thereon and the same was proposed and seconded by the Members.

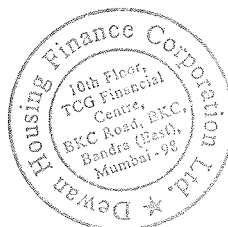
Then, the Chairman proposed item no. 2, to be passed as an Ordinary Resolution, relating to confirmation of the payment of interim dividend and declaration of final dividend on equity shares for the financial year ended March 31, 2017, and the same was proposed and seconded by the Members.

Then, the Chairman being interested in item no 3, requested Mr. V.K. Chopra (DIN: 02103940) to take the chair and conduct the proceedings. Mr. V.K. Chopra took the chair and conducted the proceedings and proposed item no. 3, to be passed as an Ordinary Resolution, relating to appointment of a Director in place of Mr. Kapil Wadhawan (DIN: 00028528), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment and the same was proposed and seconded by the Members.

Mr. V.K. Chopra vacated the chair and requested Mr. Kapil Wadhawan to conduct the proceedings. Mr. Kapil Wadhawan took the chair and conducted the proceedings.

The Chairman proposed item no. 4, to be passed as an Ordinary Resolution, relating to ratification of appointment of M/s. Chaturvedi & Shah, Chartered Accountants as the Statutory Auditors of the Company for the financial year 2017-18 and the same was proposed and seconded by the Members.

Then, the Chairman proposed item no. 5, to be passed as a Special Resolution, relating to increase in borrowing powers of the Board of Directors of the Company and the same was proposed and seconded by the Members.



Then, the Chairman proposed item no. 6, to be passed as a Special Resolution, relating to authority to create charge and/or mortgages on the assets of the Company and the same was proposed and seconded by the Members.

Then, the Chairman proposed item no. 7, to be passed as Special Resolution, relating to issuance of Non – Convertible Debentures on Private Placement Basis and the same was proposed and seconded by the Members.

The Chairman then ordered for the poll on all the agenda items as stated in the Notice of 33rd AGM and requested the Members who had not voted through remote e-voting to cast their vote on each of the agenda items by putting a tick mark in the column of ‘Assent’ or ‘Dissent’, as the case may be, sign the Ballot Paper and to drop it in the Ballot Box as kept in the Meeting Hall.

He, then, requested Mrs. Jayshree S. Joshi, Scrutinizers for an orderly conduct of voting. The scrutinizer demonstrated the empty Ballot boxes to the Members and locked and sealed it in the presence of the Members of the Company.

The Chairman announced that the results of voting i.e. remote e-voting results and results of the voting done at the AGM along with the consolidated scrutinizers report shall be announced on Saturday, July 22, 2017 at the Registered Office & Corporate Office of the Company and would be uploaded on the website of the Company. He also informed that the results would also be intimated to the BSE Ltd. (BSE) and National Stock Exchange of India Ltd. (NSE) and would be available at the Registered Office & Corporate Office of the Company.

The Chairman thanked all the Members for their presence and support and after casting of the votes by all the Members present, the 33rd AGM stood closed.

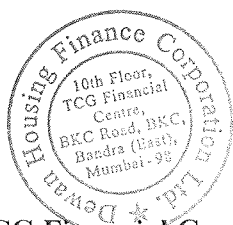
for Dewan Housing Finance Corporation Ltd.


Niti Arya

Company Secretary

FCS No. - F5586

Address : 10th Floor, TCG Financial Centre,
BKC Road, Bandra-Kurla Complex, Bandra (e),
Mumbai - 400 098.



Date: July 21, 2017

Place: Mumbai