



DEWAN HOUSING FINANCE CORPORATION LIMITED

Corporate Identification Number (CIN) – L65910MH1984PLC032639

Corporate Office : TCG Financial Centre, 10th Floor, BKC Road, Bandra Kurla Complex, Bandra (East), Mumbai – 400098.

Tel. : (022) 6600 6999, Fax: (022) 6600 6998

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

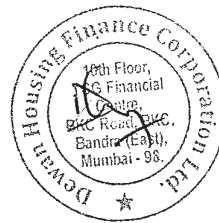
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NOTICE TO THE MEMBERS DECLARATION OF RESULTS OF POSTAL BALLOT

Pursuant to Section 110 of the Companies Act, 2013, read with Rule 22 of the Companies (Management and Administration) Rules, 2014 and clause 35B of the Listing Agreement, consent of the Members of the Company was sought by way of Special Resolution as set out in the Postal Ballot Notice dated 23rd July, 2015 by means of physical Ballot Forms and voting through electronic mode (e-voting).

Postal Ballot Notice containing the Special Resolution together with the statement annexed to the Notice was sent to all the Members of the Company and the last date of receipt of Postal Ballot Form, either through physical submission of Postal Ballot Forms by the Members of the Company in postage pre paid self addressed envelope or through e-voting was Saturday, 29th August, 2015. Mrs. Jayshree S. Joshi, Proprietress of M/s Jayshree Dagli & Associates, Practising Company Secretaries, Mumbai, was appointed as the Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner.

The Scrutinizer has submitted her Report and basis the report of the Scrutinizer on the voting done through Postal Ballot Forms as well as through e-voting, by the Members, it is hereby declared, that the Special Resolution as set out in the Postal Ballot Notice dated 23rd July, 2015, have been duly passed by the Members of the Company with requisite majority.



The details of the voting results of the Special Resolution passed through Postal Ballot process (including e- voting) are reproduced hereunder :

1.	Date of Declaration of Postal Ballot Results	Monday, 31 st August, 2015		
2.	Total Number of Shareholders as on Cut-off date for ascertaining the list of shareholders to whom the notice of Postal Ballot was sent and also for reckoning voting rights. (i.e. Cut-Off date for Benpos –Beneficiary Position)	50,577(as on Friday, 24 th July, 2015)		
3.	No. of shareholders present in the meeting either in person or through proxy:	Not Applicable		
	Promoters and Promoter Group:			
	Public:			
4.	No. of Shareholders attended the meeting through Video Conferencing	Not Applicable		
	Promoters and Promoter Group:			
	Public:			
5.	Details of the Agenda:	Resolution required: (Ordinary/ Special)	Mode of voting: (Postal Ballot Papers and/e- voting)	Result
1.	Special Resolution for issue of Bonus Shares of ₹ 10 each in the ratio of one equity share for every one equity share held by the Members of the Company.	Special	Postal Ballot / e-voting	Passed with requisite majority



Resolution No. 1 :

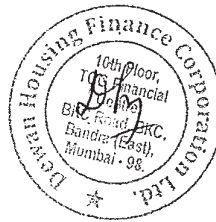
Special Resolution for issue of Bonus Shares of ₹ 10 each in the ratio of one equity share for every one equity share held by the Members of the Company.

Type of Resolution Required: Special Resolution

Mode of Voting : Physical Postal Ballot Forms & E-Voting

Dewan Housing Finance Corporation Limited

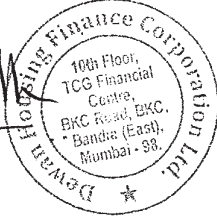
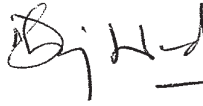
Promoter /Public	Number of Shares	Number of Votes	% of Votes polled on Outstanding shares	Number of Votes in favour	Number of Votes Against	% of Votes in favour on Votes polled	% of Votes Against on Votes polled
Resolution No:1 Special Resolution for issue of Bonus Shares of Rs. 10 each in the ratio of one equity share for every one equity share held by the Members of the Company.							
Mode of Voting: (E-voting)							
Promoter and Promoter Group	50909822	0	0.0000	0	0	0.0000	0.0000
Public Institutional Holders	43665958	25504178	58.4075	25504178	0	100.0000	0.0000
Public-Others	51219072	7370394	14.3899	7366021	4373	99.9407	0.0593
Total(A)	145794852	32874572	22.5485	32870199	4373	99.9867	0.0133
Mode of Voting: (Poll)							
Promoter and Promoter Group	50909822	50909822	100.0000	50909822	0	100.0000	0.0000
Public Institutional Holders	43665958	0	0.0000	0	0	0.0000	0.0000
Public-Others	51219072	16771121	32.7439	16771106	15	99.9999	0.0001
Total(B)	145794852	67680943	46.4220	67680928	15	100.0000	0.0000
Result (A+B)	145794852	100555515	68.9706	100551127	4388	99.9956	0.0044



The report of the Scrutinizer is enclosed herewith.

Thanking You,

Yours sincerely,
for Dewan Housing Finance Corporation Limited



Dheeraj Wadhawan
Director
(DIN : 00096026)

Date : 31/08/2015

Place : Warden House, 2nd Floor,

Sir P.M. Road, Road, Fort, Mumbai - 400001

Encl : as above

Jayshree S. Joshi
B. Com. (Hons.), LL.B., F.C.S.
PROPRIETRESS



PHONE : 2262 2341 - 2 - 3
E-MAIL : jayshreedagli@gmail.com
suyashri@vsnl.com

JAYSHREE DAGLI & ASSOCIATES

COMPANY SECRETARIES

SCRUTINIZER'S REPORT

Date: 31.08.2015.

To,
The Chairman,
DEWAN HOUSING FINANCE CORPORATION LIMITED
Warden House, 2nd Floor,
Sir P.M. Road, Fort,
Mumbai- 400001

Sub: **Result of Postal Ballot conducted in respect of Special Resolution to be passed through Postal Ballot covered under the Notice dated 23.07.2015**

Dear Sir,

The Board of Directors of the Company at its Meeting held on 23.07.2015 has appointed me as the Scrutinizer for conducting the POSTAL BALLOT VOTING PROCESS under the provisions of Section 110 of the Companies Act, 2013 ["The Act"] read with Rule 22 of the Companies (Management and Administration) Rules, 2014, (including any statutory modification or re-enactment thereof for the time being in force) for passing the Special Resolution u/s 63 of the Companies Act, 2013, read with Rule 14 of the Companies (Share Capital & Debentures) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) for Issue of Bonus Shares of Rs.10/- each in the ratio of 1 (one) equity share for every 1 (one) equity share held by the Members of the Company.

I submit my Report as under: -

- 1.1. The Company has completed the dispatch of Postal Ballot Papers, through Courier along with postage prepaid business reply envelope to its Members on 30.07.2015. The Company has also completed on 30.07.2015 the dispatch of Postal Ballots through E-mail, wherever applicable, with a request for E-voting.
- 1.2. Particulars of all the Postal Ballot Papers as well as E-voting communications received from the Members have been entered in a Register, separately maintained for the purpose.
- 1.3. The Postal Ballot Papers were kept under my safe custody in sealed and tamper proof ballot boxes before commencing the scrutiny of such Postal Ballot Papers.
- 1.4. In accordance with the Companies (Management and Administration) Rules, 2014, all Postal Ballot Papers as well as E-voting communications received up to the close of working hours i.e. 6.00 p.m on 29.08.2015, (the last date and time fixed by the Company for receipt of the Postal Ballot Papers & e-voting) were considered for my scrutiny.
- 1.5. The Postal Ballot Papers as well as E-voting communications were duly opened in my presence and scrutinized and the shareholding was matched/confirmed with the Register of Members of the Company/List of Beneficiaries.
- 1.6. I did not find any defaced or mutilated Ballot Paper.

Contd...2



Jayshree S. Joshi

B. Com. (Hons.), LL.B., F.C.S.
PROPRIETRESS



PHONE : 2262 2341 - 2 - 3
E-MAIL : jayshreedagli@gmail.com
suyashri@vsnl.com

JAYSHREE DAGLI & ASSOCIATES

COMPANY SECRETARIES

:2:

2. Voting Pattern of Special Resolution passed through Postal Ballot under Section 110 of the Companies Act, 2013 is as under:

RESOLUTION NO. 1: Special Resolution u/s 63 of the Companies Act, 2013, read with relevant Rules made thereunder, for Issue of Bonus Shares of Rs.10/- each in the ratio of 1 (one) equity share for every 1 (one) equity share held by the Members of the Company.

Type of Resolution required: Special Resolution

Mode of Voting: Postal Ballot Papers & E-voting

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstandin g shares (3) =[(2)/(1)] x 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) =[(4)/(2)] x 100	% of Votes against on votes polled (7) =[(5)/(2)] x 100
Promoter and Promoter Group	5,09,09,822	5,09,09,822	100.00	5,09,09,822	0	100.00	0.00
Public - Institutional holders	4,36,65,958	*2,55,04,178	58.41	2,55,04,178	0	100.00	0.00
Public-Others	5,12,19,072	*2,41,41,515	47.13	2,41,37,127	4,388	99.98	0.02
Total	14,57,94,852	10,05,55,515	68.97	1,00,551,127	4,388	99.996	0.004

*Excludes invalid votes.

3. To conclude, the aforesaid Special Resolution is passed with the requisite majority.
4. You may accordingly declare the result of the Voting by Postal Ballot.

Thanking You,

Jayshree S. Joshi
JAYSHREE S. JOSHI
FCS 1451, CP 487

For Dewan Housing Finance Corporation Ltd.

Director

Director