



P Sriram & Associates
Practising Company Secretaries

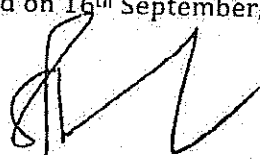

CONSOLIDATED REPORT OF THE SCRUTINIZER

**(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(xii) of the
Companies (Management and Administration) Rules, 2014)**

TO,
THE CHAIRMAN OF 26TH ANNUAL GENERAL MEETING OF
IND BANK HOUSING LIMITED,
HAVING REGISTERED OFFICE AT:
3RD FLOOR, 480 ANNA SALAI,
NANDANAM CHENNAI-600035.

TWENTY SIXTH ANNUAL GENERAL MEETING OF THE EQUITY SHAREHOLDERS OF
IND BANK HOUSING LIMITED HELD ON SATURDAY 16TH SEPTEMBER, 2017 AT
2:30 PM AT INDIAN BANK MANAGEMENT ACADEMY FOR GROWTH & EXCELLENCE
(IMAGE), MRC NAGAR, RAJA ANNAMALAIPURAM, CHENNAI 600028.

I, P. Sriram, Proprietor of P. Sriram & Associates, Practicing Company
Secretaries, was appointed as Scrutinizer by the Board of Directors of IND BANK
HOUSING LTD, CIN: L65922TN1991PLC020219 ("the Company") for the
purpose of scrutinizing the voting by electronic means i.e. remote e-voting and
voting by poll at the Company's Annual General Meeting (AGM) held on 16th
September, 2017 at the venue mentioned above pursuant to Section 108 of the
Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management
and Administration) Rules, 2014 as amended ('Rules') and the Regulation 44 of
the SEBI (Listing obligations and Disclosure Requirements) Regulations 2015, in
respect of resolutions contained in the Notice dated 10th August, 2017 of the
AGM held on 16th September, 2017.

No.10/17, Anandam Colony, South Canal Bank Road, Mandaveli, Chennai - 600 028.
Phone : 044-4215 3510, 4512 8000, Mobile : 95660 33011 E-mail : info@prowiscorporate.com




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The management of the Company is responsible to ensure the compliance with the requirements of the Act and Rules relating to voting through electronic means [i.e. by remote e-voting and voting by poll at the AGM for the resolutions contained in the Notice of the AGM. My responsibility as a scrutinizer is restricted to ensure that the voting process through remote e-voting and poll at the AGM is conducted in a fair and transparent manner and to make a Consolidated Scrutinizer Report of the votes cast 'For' or 'Against' the resolutions contained in the Notice.

Report on scrutiny:

1. The Company has entered into an arrangement with Central Depository Services (India) Ltd (CDSL) the Agency authorized under the Rules and engaged by the Company to provide e-voting facilities for voting through electronic means to all the members who were eligible to take part in the remote e-voting.
2. The cut-off date for the purposes of identifying the shareholders who will be entitled to vote on the resolution placed for approval of the shareholders was 9th September, 2017.
3. As prescribed in the Rules, remote e-voting facility was kept open for three days from Wednesday, 13th September, 2017 (9:00 Hours IST) till Friday, 15th September, 2017 (17:00Hours IST) preceding the date of the AGM.
4. As on the cut-off date i.e. 9th September, 2017, there were 12578 Shareholders.
5. At the end of remote e-voting period on 15th September, 2017 at 17:00 HRS IST, voting portal of Central Depository Services (India) Ltd (CDSL) was blocked forthwith.



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Scrutinizer





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6. After the poll ordered by the Chairman at the AGM, One poll box kept for polling was locked in my presence with due identification marks placed by me. The key of the poll box was handed over to the Chairman of the AGM after locking them.
7. After completion of the poll at the AGM, the poll box kept for voting were immediately opened by me in presence of two witnesses who are not the employees of the Company.
8. The Shareholders present in person at the AGM were 590 respectively.
9. On Saturday, 16th September, 2017 at 04:00 P.M. after counting votes cast at the AGM, the votes cast through remote e-voting were unblocked by me in the presence of Ms.Nithya Pasupathy & Mr.Naresh Babu
10. The voting ballot papers for the Poll conducted at the AGM and remote e-voting records were reconciled with the records maintained by M/s Cameo Corporate Services Ltd, the Registrar and Share Transfer Agents (RTA) of the Company along with the authorizations/ proxies lodged with the RTA/Company. The voters were also scrutinized for the purpose of eliminating duplicate voting (i.e) on remote e-voting as well as by use of Poll.
11. The poll papers which were incomplete and/ or which were otherwise found defective have been treated as invalid and kept separately.
12. The total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under :


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CONSOLIDATED REPORT ON RESULT OF VOTING THROUGH ELECTRONIC MEANS
i.e. REMOTE E- VOTING AND VOTING BY POLL IS AS UNDER:

ITEM NO. 1: AS AN ORDINARY RESOLUTION

TO RECEIVE, CONSIDER AND ADOPT THE DIRECTORS' REPORT AND THE AUDITED BALANCE SHEET AS AT 31.03.2017 AND PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31.03.2017 AND THE AUDITORS' REPORT THEREON:

Voting	Voted in favour of the resolution		Voted against the resolution		Votes invalid	
	Through voting by poll	Through remote e-voting	Through voting by poll	Through remote e-voting	Through voting by poll	Through remote e-voting
Number of Members voted (in person or by proxy)	5	2	0	0	0	0
Number of Votes Cast by Members	135	7600000	0	0	0	0
% of total number of valid votes cast	0.001%	99.999%	0.00%	0.00%	0.00%	0.00%

CONSOLIDATED RESULT ON VOTING ITEM NO: 1 (a) & (b)

Percentage of Votes in Favour -100.00%

Percentage of Votes against -0.00%

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ITEM NO.2: AS AN ORDINARY RESOLUTION

**RE-APPOINTMENT OF MR.A.S.RAJEEV (HOLDING DIN 07478424) WHO RETIRES
BY ROTATION:**

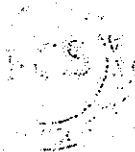
Voting	Voted in favour of the resolution		Voted against the resolution		Votes invalid	
	Through voting by poll	Through remote e-voting	Through voting by poll	Through remote e-voting	Through voting by poll	Through remote e-voting
Number of Members voted (in person or by proxy)	5	2	0	0	0	0
Number of Votes Cast by Members	135	7600000	0	0	0	0
% of total number of valid votes cast	0.001%	99.999%	0.00%	0.00%	0.00%	0.00%

CONSOLIDATED RESULT ON VOTING ITEM NO: 2

Percentage of Votes in Favour – 100.00%

Percentage of Votes against – 0.00%

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ITEM NO. 3: AS AN ORDINARY RESOLUTION


**RE-APPOINTMENT OF MR.P.A.KRISHNAN (HOLDING DIN 07891762) WHO
RETIREES BY ROTATION:**

Voting	Voted in favour of the resolution		Voted against the resolution		Votes invalid	
	Through voting by poll	Through remote e-voting	Through voting by poll	Through remote e-voting	Through voting by poll	Through remote e-voting
Number of Members voted (in person or by proxy)	4	2	1	0	0	0
Number of Votes Cast by Members	125	7600000	10	0	0	0
% of total number of valid votes cast	0.001%	99.999%	0.00%	0.00%	0.00%	0.00%

CONSOLIDATED RESULT ON VOTING ITEM NO: 3

Percentage of Votes in Favour - 100.00% (Rounded to: 0.00%)

Percentage of Votes against - 0.00% (Rounded to 0.00%)


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ITEM NO.4 AS AN ORDINARY RESOLUTION

**APPOINTMENT OF SHRI RAKESH SETHI AS INDEPENDENT DIRECTOR TO HOLD
OFFICE FOR 5 CONSECUTIVE YEARS:**

Voting	Voted in favour of the resolution		Voted against the resolution		Votes invalid	
	Through voting by poll	Through remote e-voting	Through voting by poll	Through remote e-voting	Through voting by poll	Through remote e-voting
Number of Members voted (in person or by proxy)	4	2	1	0	0	0
Number of Votes Cast by Members	125	7600000	10	0	0	0
% of total number of valid votes cast	0.001%	99.999%	0.00%	0.00%	0.00%	0.00%

CONSOLIDATED RESULT ON VOTING ITEM NO: 4

Percentage of Votes in Favour - 100.00% (Rounded off to 0.00%)

Percentage of Votes against - 0.00% (Rounded off to 0.00%)

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ITEM NO.5 AS A SPECIAL RESOLUTION

TO ENHANCE BORROWING POWERS, RESTRUCTURING OF THE TERM LOAN


EXTENDED BY INDIAN BANK AND RESTRUCTURED TERM LOAN AGREEMENT:

Voting	Voted in favour of the resolution		Voted against the resolution		Votes invalid	
	Through voting by poll	Through remote e-voting	Through voting by poll	Through remote e-voting	Through voting by poll	Through remote e-voting
Number of Members voted (in person or by proxy)	4	2	1	0	0	0
Number of Votes Cast by Members	125	7600000	10	0	0	0
% of total number of valid votes cast	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%

CONSOLIDATED RESULT ON VOTING ITEM NO: 5

Percentage of Votes in Favour - 100.00% (Rounded off to 0.00%)

Percentage of Votes against - 0.00% (Rounded off to 0.00%)


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ITEM NO.6


- a. TO INCREASE IN AUTHORISED SHARE CAPITAL FROM Rs. 50,00,00,000 to Rs. 150,00,00,000 AS AN ORDINARY RESOLUTION
- b. ALTERATION OF THE CAPITAL CLAUSE OF THE ARTICLES OF ASSOCIATION AS A SPECIAL RESOLUTION
- c. ALTERATION OF THE CAPITAL CLAUSE OF THE MEMORANDUM OF ASSOCIATION AN ORDINARY RESOLUTION

Voting	Voted in favour of the resolution		Voted against the resolution		Votes invalid	
	Through voting by poll	Through remote e-voting	Through voting by poll	Through remote e-voting	Through voting by poll	Through remote e-voting
Number of Members voted (in person or by proxy)	5	2	0	0	0	0
Number of Votes Cast by Members	135	7600000	0	0	0	0
% of total number of valid votes cast	0.001%	99.999%	0.00%	0.00%	0.00%	0.00%

CONSOLIDATED RESULT ON VOTING ITEM NO: 6

Percentage of Votes in Favour - 100.00% (Rounded off to 0.00%)

Percentage of Votes against - 0.00% (Rounded off to 0.00%)


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ITEM NO.7 AS AN SPECIAL RESOLUTION

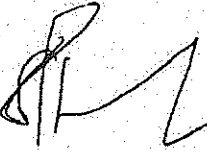

**TO ISSUE AND OFFER OF NON-CUMULATIVE COMPULSORILY CONVERTIBLE
CUMULATIVE PREFERENCE SHARES:**

Voting	Voted in favour of the resolution		Voted against the resolution		Votes invalid	
	Through voting by poll	Through remote e-voting	Through voting by poll	Through remote e-voting	Through voting by poll	Through remote e-voting
Number of Members voted (in person or by proxy)	5	2	0	0	0	0
Number of Votes Cast by Members	135	7600000	0	0	0	0
% of total number of valid votes cast	0.001%	99.999%	0.00%	0.00%	0.00%	0.00%

CONSOLIDATED RESULT ON VOTING ITEM NO: 7

Percentage of Votes in Favour - 100.00% (Rounded off to 0.00%)

Percentage of Votes against - 0.00% (Rounded off to 0.00%)

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Scrutinizer**



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13. It is to be noted that
- The shareholders abstained from voting on specific resolutions under remote e-voting were not considered.
 - Shareholders whose signature is not matched, improperly voted, abstained from voting resolutions are considered as invalid ones.
 - The Shareholders who had exercised their right to vote by way of remote e-voting and has once again voted in the AGM, the voting cast by him/ her by way of remote e-voting has be considered.
14. Based on the voting reported in the above table all resolutions are passed with requisite majority, I request the Chairman of the AGM to announce the results accordingly.
15. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed herewith.
16. The electronic data and all other relevant records relating to the e-voting is under my safe custody and will be handed over to the Chairman for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking You,



SIGNATURE OF THE SCRUTINIZER:

(Sriram Parthasarathy)
P. Sriram & Associates
FCS No. 4862/C P No: 3310

Date: 16th September, 2017

Place: Chennai

Sriram Parthasarathy
Scrutinizer

