Corporate Office : TCG Financial Center,
10th Floor, BKC Road, Bandra Kurla Complex,
Bandra (East), Mumbai - 400098.
T: (022) 66006999
F: (022) 66006998

DHFL/CSD/2017/ 684

15th February, 2017

The Manager Listing Department The 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 Sir/Madam,

Ref: Intimation under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

In continuation to our letter dated 14th February, 2017, please find enclosed herewith the Notice of Postal Ballot as approved by the Board of Directors at their meeting held on 14th February, 2017, pursuant to Section 110 of the Companies Act, 2013, read with Rule 22 of the Companies (Management and Administration) Rules, 2014 and other applicable provisions of the Companies Act 2013, for seeking the approval of the Members of the Company in respect of the businesses as mentioned therein.

The Postal Ballot Notice alongwith explanatory statement is being sent through electronic means to all the Members whose e-mail ID's are registered with the Depository Participants or the Registrar and Share Transfer Agent(s) and; to the Members whose e-mail IDs are not registered, the physical copies are being sent through the permissible mode. The Postal Ballot Notice along with the Explanatory statement and Postal Ballot Form are also available on the Company's website i.e. www.dhfl.com.

In compliance with the provisions of Sections 108, 110 of the Companies Act, 2013, read with Companies (Management and Administration) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 , the Company is pleased to provide the Members, with the facility to exercise their votes through e-voting services as provided by National Securities Depository Limited (NSDL).

Dewan Housing Finance Corporation Ltd.
10th Floor, TCG Financial Centre, BKC Road, BKC, Bandra (East), Mumbai - 98

Corporate Office : TCG Financial Center,
10th Floor, BKC Road, Bandra Kurla Complex,
Bandra (East), Mumbai - 400098.
T: (022) 66006999
F: (022) 66006998

The e-voting period commences on Thursday, 16th February, 2017 (9.00 a.m. IST) and ends on Friday, 17th March, 2017 (5.00 p.m. IST). The results of the Postal Ballot will be announced on Monday, 20th March, 2017.

Kindly acknowledge receipt and take the same on record.

Thanking you,

Yours faithfully,
for **Dewan Housing Finance Corporation Ltd.**

Dewan Housing Finance Corporation Ltd. ★ 10th Floor, TCG Financial Centre, BKC Road, BKC, Bandra (East), Mumbai - 98

Niti Arya
Company Secretary
(FCS 5586)

Encl : as above

DEWAN HOUSING FINANCE CORPORATION LIMITED

Corporate Identity No. (CIN) – L65910MH1984PLC032639

Registered Office: Warden House, 2nd Floor, Sir P. M. Road, Fort, Mumbai - 400 001, Maharashtra, India
Tel: +91 22 6106 6800; **Fax:** +91 22 2287 1985

Corporate Office: TCG Financial Centre, 10th Floor, BKC Road, Bandra Kurla Complex, Bandra (East), Mumbai - 400098, Maharashtra, India
Tel: (022) 6600 6999, **Fax:** (022) 6600 6998
Toll free No.: 1800 22 3435 **Customer Service No.:** 1800 3000 1919
Website: www.dhfl.com; **email:** response@dhfl.com

NOTICE OF POSTAL BALLOT

[Pursuant to Section 110 of the Companies Act, 2013]

Dear Members,

Notice is hereby given to the Members of Dewan Housing Finance Corporation Limited, pursuant to Section 110 of the Companies Act, 2013 (the "**Companies Act**"), read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (the "**Management Rules**") including any statutory modification(s) or re-enactment(s) thereof for the time being in force, and other applicable provisions, if any, for seeking consent/approval of the members of the Company by way of an ordinary resolution in respect of a related party transaction to be entered into with Wadhawan Global Capital Private Limited ("**WGC**") and DHFL Investments Limited ("**WOS**"), a Wholly Owned Subsidiary of the Company, the particulars of which transaction are set out in this postal ballot notice ("**Notice**").

An explanatory statement pursuant to Section 102 of the Companies Act and other applicable legal provisions, pertaining to the said resolution, setting out the material facts and the reasons thereof, is also appended. The said resolution and explanatory statement are being sent to you along with a postal ballot form (the "**Postal Ballot Form**") for your consideration.

The Company, in compliance with Rule 22(5) of the Management Rules, has appointed Mrs. Jayshree S. Joshi, Proprietress of M/s. Jayshree Dagli & Associates, Practising Company Secretary, (FCS: 1451; CP No. 487) as the scrutinizer for conducting the postal ballot process in a fair and transparent manner.

Members holding shares (whether in demat form or in physical form) may vote either by way of postal ballot or by way of remote e-voting. In case members wish to exercise their vote by using e-voting facility, they are required to follow the instructions as mentioned at page 2 of this Notice. Members who wish to vote through postal ballot form are requested to read the instructions enclosed with the Postal Ballot Form.

SPECIAL BUSINESS:

I. **Approval for entering into Related Party Transaction with Wadhawan Global Capital Private Limited ("WGC"), a Promoter Entity and DHFL Investments Limited ("WOS"), a Wholly Owned Subsidiary of the Company.**

To consider and, if thought fit, to pass, the following resolution as an Ordinary Resolution:

"**RESOLVED THAT** pursuant to Section 188 and Rule 15 of Companies (Meetings of Board and its Powers) Rules, 2014 & all other applicable provisions of the Companies Act, 2013, as amended (the "**Companies Act**"), and all other rules and regulations framed thereunder (to the extent applicable), and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, subject to approval of Reserve Bank of India, Competition Commission of India and Insurance Regulatory and Development Authority of India and/or such other approvals, permissions and sanctions as may be necessary and subject to such conditions and modifications, if any, as may be prescribed or imposed by the appropriate authorities while granting such approvals, permissions and sanctions, which may be agreed by the Board of Directors of the Company (hereinafter referred to as the "**Board**", which expression shall include Finance Committee or any other Committee duly constituted under the Board to exercise its powers, including the powers conferred by this resolution), the approval of members of the Company be and is hereby accorded:

a. for the sale of 100% of the shares held by the Company in DHFL Pramerica Life Insurance Company Limited ("**DPLI**") (representing 50% of the paid-up equity share capital of DPLI), at fair market value to be ascertained by an internationally reputed actuarial consultants, to DHFL Investments Limited, a Wholly Owned Subsidiary of the Company ("**WOS**").

b. to execute such documentation, as the Board (acting by itself or through duly constituted representatives or attorneys) may consider fit for requiring the Company to acquire compulsorily convertible debentures ("**CCDs**") to be issued by WOS to Wadhawan Global Capital Private Limited ("**WGC**"), pursuant to exercise of certain options.

c. to delegate all or any of the power(s) conferred herein above as it may in its absolute discretion deem fit, to any Director(s) / Officer(s) / Authorised Representative(s) / Committee of the Company in order to give effect to the aforesaid resolutions, including but not limited to finalizing the proposed transaction, agreeing on price at which any options shall be exercisable and executing requisite documentation in relation thereto.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorized to accept and make any alteration(s), modification(s) to the terms and conditions as it may deem necessary, concerning any aspect of the proposed transaction, in accordance with statutory requirements as well as to give such directions as may be necessary or desirable, to settle any questions, difficulties or doubts that may arise and generally, to do all acts, deeds, matters and things as it may, in absolute discretion deem necessary, expedient, usual or proper in relation to or in connection with or for matters consequential to the proposed transaction without seeking any further consent or approval of the Members or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution."

By Order of the Board of Directors
For Dewan Housing Finance Corporation Limited

Sd/-

Niti Arya
Company Secretary
FCS – 5586

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

Date: 14th February, 2017
Place: Mumbai

Dewan Housing Finance Corporation Ltd. 10th Floor, TCG Financial Centre, BKC Road, BKC, Bandra (East), Mumbai - 98

NOTES:

1. The Explanatory Statement and reasons for the proposed Resolution(s) pursuant to Section 102 of the Companies Act, 2013 setting out all material facts is annexed to this Notice.

2. A copy of the Notice is also available on the website of the Company at www.dhfl.com, the website of Link Intime India Private Limited at www.linkintime.co.in, the website of National Securities Depository Limited at www.evoting.nsdl.com and on the website of the BSE Limited, at www.bseindia.com and at the website of the National Stock Exchange of India Limited, at www.nseindia.com.

3. The Postal Ballot Notice is being sent to all the Members, whose names appear on the Register of Members as received from the Registrar & Share Transfer Agents and List of Beneficial Owners as received from National Securities Depository Limited (NSDL)/ Central Depository Services (India) Limited (CDSL) as on Friday,10th February, 2017. The voting shall be reckoned in proportion to the paid up equity share capital held by the Members as on Friday,10th February, 2017. The voting rights for the equity shares are one vote per equity share, registered in the name of the Member.

4. The Company has appointed Mrs. Jayshree S. Joshi, Proprietress of M/s. Jayshree Dagli & Associates, Practicing Company Secretaries, Mumbai as Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner.

5. Members desiring to exercise their vote through the physical Postal Ballot Form are requested to read carefully the instructions printed on the Postal Ballot Form.

6. The Members who are voting through the physical Postal Ballot form must return the same duly completed in the enclosed postage prepaid self-addressed envelope. An unsigned Postal Ballot Form will be rejected. Postage will be borne and paid by the Company. However, Postal Ballot Form(s), if sent by courier or by registered post at the expense of the Member(s) will also be accepted. The Postal Ballot Form(s) can also be deposited personally at the Registered Office of the Company. The Postal Ballot Forms(s) should reach the Scrutinizer not later than the close of working hours i.e. 5.00 p.m. (IST) on Friday,17th March, 2017 to be eligible for being considered, failing which, it will be strictly treated as if no reply has been received from the Member.

7. In compliance with the provisions of Sections 108, 110 of Companies Act, 2013, read with Companies (Management and Administration) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide to Members, facility to exercise their votes through electronic means and vote on the resolution(s) through e-voting services provided by National Securities Depository Limited (NSDL).

8. **Voting through electronic means:** The details of the process and manner of e-voting are explained herein below:

   I. In case a Member receives an e-mail from NSDL [for Members whose email IDs are registered with the Company/Depository Participants(s)]:

      (i) Open the e-mail containing the PDF file viz; "DHFL e-voting.pdf" with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/ PIN for e-voting. Please note that the password is an initial password.

      (ii) In case you are already registered with NSDL, you can use your existing User ID and Password for casting your vote. You can also update your mobile/ phone number and e-mail id in the user profile details of the folio.

      (iii) Launch internet browser by typing the following URL: https://www.evoting.nsdl.com.

      (iv) Click on Shareholder - Login

      (v) Put user ID and password as initial password/ PIN noted in step (i) above. Click Login.

      (vi) Password change menu appears. Change the password/ PIN with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

      (vii) Home page of e-voting opens. Click on e-voting: Active Voting Cycles.

      (viii) Select "EVEN" of DHFL.

      (ix) Now you are ready for e-voting as Cast Vote page opens.

      (x) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.

      (xi) Upon confirmation, the message "Vote cast successfully" will be displayed.

      (xii) Once you have voted on the resolution(s), you will not be allowed to modify your vote.

   II. In case a Member receives physical copy of the Postal Ballot Notice [for members whose email IDs are not registered with the Company/Depository Participants(s) or requesting physical copy]:

      (i) Initial password is being provided as below; at the bottom of the Postal Ballot Form:

      EVEN (E-voting Event Number) USER ID PASSWORD/ PIN

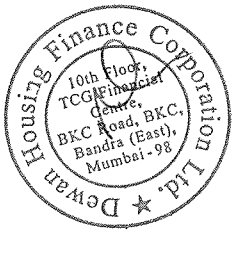
      (ii) Please follow all steps from Sl. No. (ii) to Sl. No. (xii) above, to cast vote.

   III The e-voting period commences on Thursday,16th February 2017 (9.00 a.m. IST) and ends on Friday,17th March, 2017 (5.00 p.m. IST). During this period, the Members of the Company holding shares either in physical form or in dematerialized form as on Friday,10th February, 2017, may cast their vote through e-voting. The e-voting module shall be disabled/blocked by NSDL for voting thereafter. Once the vote on a resolution(s) is cast by the Member, he/ she shall not be allowed to change it subsequently.

   IV. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and e- voting user manual for Members available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990.

9. In case, shares are jointly held, for the Members voting through physical Postal Ballot Form, the said form should be completed and signed (as per the specimen signature registered with the Company) by the first named Member and in his/her absence, by the next named Member and for the Members voting through electronic means, e-voting to be done by the first named member and in his/her absence by the next named member.

10. In case of shares held by companies, trusts, societies, etc. the duly completed Postal Ballot Form should be accompanied by a certified copy of the Board Resolution/ Authority letter etc. together with attested specimen signature(s) of the duly authorized signatory/ies, giving requisite authority to the person voting on the Postal Ballot Form, in case the voting is done in the physical form.



In case, the said members are voting through electronic means, they are requested to send the aforesaid documents together with the specimen signature of authorized signatory to the scrutinizer through e-mail at (i) jayshreedagli@gmail.com or(ii) jayshreedagli@rediffmail.com and with a copy marked to e-voting@nsdl.co.in

11. The vote (through physical Postal Ballot Form/e-voting) in this Postal Ballot Process cannot be exercised through proxy.

12. **Kindly note that Members can opt for only one mode of voting i.e. either by Postal Ballot Form or remote e-voting. In case of receipt of vote by both the modes, voting through remote e-voting shall prevail and voting by Postal Ballot Form shall be treated as invalid.**

13. Any query in relation to the resolution(s) proposed to be passed by Postal Ballot may be sent to the Company Secretary, Dewan Housing Finance Corporation Ltd., at the Registered Office of the Company at, Warden House, 2nd Floor, Sir P. M. Road, Fort, Mumbai - 400001 or at e-mail id – secretarial@dhfl.com.

14. The Scrutinizer will submit her report to the Chairman & Managing Director or in his absence to any other person authorized by the Chairman & Managing Director, after scrutiny of the Postal Ballot forms and voting by the members through electronic means and the consolidated results of the voting shall be declared by the Chairman & Managing Director, or in his absence, by any other person authorized by the Chairman & Managing Director, on Monday, 20th March, 2017, at the Registered Office of the Company at Warden House, 2nd Floor, Sir P.M. Road, Fort, Mumbai – 400 001 and at the Corporate Office of the Company at TCG Financial Centre, 10th Floor, BKC Road, Bandra Kurla Complex, Bandra (East), Mumbai – 400098. The resolution(s) will be taken as passed on the last date specified by the Company for receipt of duly completed postal ballot forms or e-voting i.e. Friday,17th March, 2017, "deemed date of passing of the resolution(s)", if the result of the Postal Ballot indicates that the requisite majority of the Members had assented to the resolution(s). Members, who wish to be present at the venue at the time of declaration of the result, may do so. The result of the voting by Postal Ballot shall also be announced through newspaper advertisement and shall be posted on the website of the Company i.e. www.dhfl.com., besides communicating to the BSE Ltd. and the National Stock Exchange of India Ltd.

15. The Scrutinizer's decision on the validity or otherwise of the Postal Ballot will be final.

16. All relevant documents referred in the Postal Ballot Notice shall be open for inspection at the Registered Office of the Company on all working days (except Saturdays, Sundays and public holidays) between 2.00 p.m. to 5.00 p.m. upto the last date of receipt of Postal Ballot forms as specified in this notice.

17. In case a Member has not received the Postal Ballot Form or is otherwise desirous of obtaining a printed postal ballot form or a duplicate copy, he/she may send an e-mail to the Company at: secretarial@dhfl.com.

18. Postal Ballot Notice is being sent to the Members in electronic form to the e-mail addresses registered with their Depository Participants or Registrar & Share Transfer Agents. For Members whose e-mail IDs are not registered, physical copies of the Postal Ballot Notice are being sent by permitted mode along with postage prepaid self-addressed envelope.

ANNEXURE TO THE NOTICE

EXPLANATORY STATEMENT

The following Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 sets out all the material facts relating to the business mentioned in the accompanying Notice and particulars as required under Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, to enable members holding equity shares of the Company to consider and approve the Ordinary Resolution as set out in the accompanying notice as Item no. I.

a. Name of the related party(ies):

Below are the names of the related party(ies)	
(i)	DHFL Investments Limited ("**WOS**") – A Wholly Owned Subsidiary of the Company.
(ii)	Wadhawan Global Capital Private Limited ("**WGC**") - An entity forming part of the promoter group of the Company.

b. Name of directors or key managerial personnel who is/are related, if any:

(i) Mr. Kapil Wadhawan (Promoter and Chairman & Managing Director), Mr. G.P. Kohli (Independent Director) and Mr. V.K. Chopra (Independent Director) are directors who are common to the Company and WOS.

(ii) Mr. Kapil Wadhawan (Promoter and Chairman & Managing Director), Mr. Dheeraj Wadhawan (Promoter and Non-Executive Director) and Mrs. Aruna Wadhawan, are promoters of WGC. Mr. Kapil Wadhawan, Mr. Dheeraj Wadhawan and Mr. G.P. Kohli (Independent Director) are directors who are common to the Company and WGC.

(iii) Mrs. Aruna Wadhawan is the mother of Mr. Kapil Wadhawan and Mr. Dheeraj Wadhawan and forms part of the promoter group of the Company.

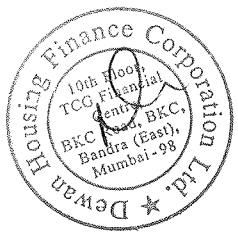
c. Nature of relationship;

As mentioned at point (a) and point (b) above.

d. Nature, material terms, monetary value and particulars of the contract or arrangement;

(i) The Company acquired 50% of the equity share capital of DHFL Pramerica Life Insurance Company Limited (erstwhile DLF Pramerica Life Insurance Company Limited) ("**DPLI**") from DLF Limited in December, 2013, and entered into a joint venture with Prudential International Insurance Holdings Limited ("**Prudential**"). Prudential currently holds 49% of the paid up equity share capital of DPLI and the balance 1% is held by Yardstick Developers Private Limited.

(ii) The Company's investment in DPLI (including the original cost of acquisition) is approximate Rs. 31,06,89,296 (Rupees Thirty One Crores Six lakh Eighty Nine Thousand Two Hundred and Ninety Six only). In order to unlock the value of the Company's investment in DPLI, the Company proposes to transfer its entire shareholding in DPLI to WOS by way of a share purchase agreement ("**SPA**") at fair market value to be determined by an internationally reputed actuarial consultants. The preliminary range of the fair market value of the shares proposed to be transferred, as provided by the actuarial consultants, is between Rs. 1690 Crores (One thousand six hundred and ninety crores only) and Rs. 2020 Crores (Two thousand and twenty crores only). The Company's management is of the opinion that the fair market value should be within this range. The additional capital so raised by the Company will be deployed towards expansion of the Company's core business and/ or prepayment of its high cost borrowings.



(iii) In order to fund such acquisition (over and above the equity contribution received from DHFL), WOS will issue CCDs to WGC. The CCDs would convert into equity shares of WOS after the expiry of 100 months from the date on which the CCDs are issued, in accordance with their terms. WGC would, post conversion of the CCDs, own a majority of the issued and paid-up share capital of WOS.

(iv) During the interim period (i.e. prior to conversion of the CCDs), it is proposed that any capital requirement(s) of DPLI for solvency and business purposes would be met by WOS. For this purpose, WOS will raise funds through suitable means.

(v) WGC proposes to fund the acquisition of the CCDs through its internal accruals and through market borrowings. The CCDs issued by WOS would be pledged by WGC as collateral in favour of the lenders. In connection with its market borrowings, certain options may be exercised requiring the CCDs to be transfered to DHFL in order to ensure that the underlying shares of DPLI remain within the group. The exercise price for such options will be determined based on the nature of funding availed by WGC and discussions with lenders in due course.

(vi) The proposed transaction would be compliant with the provisions of applicable laws (including the Companies Act, 2013 and the Income Tax Act, 1961). The proposed transaction is however, subject to the receipt of the following regulatory approvals:

- **Competition Commission of India Approval**: Application to be made by WOS as the purchaser under the SPA for the purchase by WOS of DHFL's stake in DPLI.
- **Reserve Bank of India Approval**: Application to be made by WGC for the purposes of subscribing to the CCDs.
- **Insurance Regulatory and Development Authority of India Approval**: Application to be made by DPLI for the purchase by WOS of DHFL's stake in DPLI.

(vii) A copy of the draft SPA shall be available for inspection by the Members of the Company at its Registered Office on any working day (except Saturdays, Sundays and Public Holidays) between 2.00 pm and 5.00 pm up to the last date of receipt of Postal Ballot Form specified in this Notice.

e. Any other information relevant or important for the members to take a decision on the proposed resolution.

(i) The Board of Directors of the Company at its meeting held on 14th February, 2017, has subject to the approval of the Members of the Company by way of an ordinary resolution and approval of statutory, regulatory or governmental authorities as may be required under applicable laws, approved the proposed transaction.

(ii) Under Section 188 of the Companies Act, 2013 and rules made thereunder, any company entering into a transaction for the sale, purchase or supply of any goods or materials with a 'related party' is required to obtain a prior approval of its members by way of an ordinary resolution.

(iii) As per Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI LODR**"), a material related party transaction also requires approval of the shareholders by way of an ordinary resolution.

(iv) The definition of a 'related party' under Section 2(76) of the Companies Act, 2013 includes any company which is a holding, subsidiary or associate company of the company with whom the transaction is entered/ proposed to be entered with.

Thus, in view of the details furnished in the Notice and this explanatory statement, prior approval of the members by way of an ordinary resolution is being sought pursuant to Section 188 of the Companies Act, 2013 and SEBI LODR.

In the opinion of the Board, the proposed transaction is in the interest of the Company and its members holding equity shares of the Company. The Directors, therefore, recommend passing of an ordinary resolution as set out in the accompanying Notice.

In keeping with the related party transaction policy of the Company, the following entities / persons will not vote on the ordinary resolution:

1. Mr. Kapil Wadhawan – Chairman and Managing Director and Promoter;
2. Mr. Dheeraj Wadhawan – Non-Executive Director and Promoter;
3. Mrs. Aruna Wadhawan – Member of the promoter group;
4. Wadhawan Global Capital Private Limited – An entity forming part of the Promoter group of the Company;

Other than as set out above, none of the Directors or any key managerial personnel of the Company including their relatives are, in anyway, concerned or interested, financially or otherwise, in passing of the proposed resolution, save and except to the extent of their shareholding in the Company, if any.

By Order of the Board of Directors
For Dewan Housing Finance Corporation Limited

Sd/-

Niti Arya
Company Secretary
FCS – 5586

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

Date: 14th February, 2017
Place: Mumbai

Dewan Housing Finance Corporation Ltd. 10th Floor, TCG Financial Centre, BKC (Road, BKC, Bandra (East), Mumbai - 98

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