DHFL/CSD/2015/____ 16th January, 2015

Hand Delivery / Facsimile Message

The Manager Listing Department Bombay Stock Exchange Ltd., Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai- 400 001 Fax no. 2272 2082 / 3132.	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. 26598237 / 38
Scrip Code : 511072	**Scrip Code : DHFL**

Dear Sirs,

Sub: Outcome of Board Meeting

This is to inform that the Board of Directors of the Company at their meeting held on Friday, 16th January, 2015, had inter-alia, considered and approved the following matters:

1. Un-audited Financial Results for the Third Quarter / Nine Month Ended 31st December, 2014. The Joint Statutory Auditors of the Company have carried out Limited Review of the above results. The copy of the same is enclosed herewith.

2. Postal Ballot Notice pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014, for seeking approval of the Members of the Company on the following resolutions:

(i) Special Resolution under Section 62(1)(c) of the Companies Act, 2013 and the Rules made thereunder and other applicable Rules & Regulations as stipulated by Statutory / Regulatory authority(ies), for issue of Securities, including equity shares or equity linked securities, including through a qualified institutional placement under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 (the "ICDR Regulations"), and/or issuance of Equity Shares through convertible bonds, depository receipts and/or any other instrument convertible or exchangeable into equity shares, and/or other securities with or without warrants, to eligible investors, for an aggregate amount not exceeding Rs. 1,000 crore or equivalent thereof.

The said resolution is an enabling resolution conferring authority on the Board of Directors and its Committee thereof to issue/offer/allot Securities in such a manner and at such time as it may deem appropriate, however in case of issue of securities through a qualified institutions placement under the ICDR Regulations, the allotment shall be completed not later than 12 months from the date of passing of the shareholders' resolution.

Dewan Housing Finance Corporation Ltd. TCG Financial Centre, BKC Road, Bandra (E), Mumbai-51

Dewan Housing Finance Corporation Ltd.
Corporate Identification Number (CIN) - L65910MH1984PLC032639
Corporate Office : TCG Financial Centre, 10th Floor, BKC Road, Bandra Kurla Complex, Bandra (East), Mumbai - 400 098.
Regd. Office : Warden House, 2nd Floor, Sir P. M. Road, Fort, Mumbai - 400 001.

Tel.: (022) 6600 6999
Fax No.: (022) 6600 6998
Toll Free No.: 1800 22 3435
Customer Care No.: (0124) 4092750
Email: response@dhfl.com
Visit us at: www.dhfl.com

(ii) Special Resolution under Section 62(1)(b) and all other applicable provisions, if any, of the Companies Act, 2013, the Memorandum and Articles of Association of the Company, Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 for approval of Dewan Housing Finance Corporation Limited Employee Stock Appreciation Rights Plan 2015 and grant of Stock Appreciation Rights (SARs) to the employees of the Company exercisable into not more than 51,46,023 fully paid up equity share of Rs. 10/- each of the Company.

(iii) Special Resolution under Section 62(1)(b) and all other applicable provisions, if any, of the Companies Act, 2013, the Memorandum and Articles of Association of the Company, Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014, approval of Trust route (as may be decided by the Board/Committee of the Board of Directors) for the implementation of Dewan Housing Finance Corporation Limited Employee Stock Appreciation Rights Plan 2015.

As per the provisions of Companies Act, 2013 and the listing agreement with the Stock Exchanges, the Company shall also provide to its members the facility to exercise their right to vote on the matters included in the Postal Ballot notice by electronic means i.e. through e-voting.

For the purpose of above Postal Ballot process, Mrs. Jayshree S. Joshi, Proprietress of M/s. Jayshree Dagli & Associates, Practising Company Secretaries, Mumbai, has been appointed as Scrutinizer to conduct the said Postal Ballot process (through physical form and e-voting process) in fair and transparent manner and the result of the Postal Ballot will be announced on Wednesday, 25th February, 2015, a copy of the Calendar of Events for conducting the said Postal Ballot process is enclosed herewith.

This is to further submit that the Board has authorised the Chairman & Managing Director and the Company Secretary of the Board to be responsible for the entire Postal Ballot process.

Kindly acknowledge receipt and take the same on record.

Thanking you,

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

Niti Arya
Company Secretary

Encl : as above

Dewan Housing Finance Corporation Ltd.
Corporate Identification Number (CIN) - L65910MH1984PLC032639
Corporate Office : TCG Financial Centre, 10th Floor, BKC Road, Bandra Kurla Complex, Bandra (East), Mumbai - 400 098.
Regd. Office : Warden House, 2nd Floor, Sir P. M. Road, Fort, Mumbai - 400 001.

Tel.: (022) 6600 6999
Fax No.: (022) 6600 6998
Toll Free No.: 1800 22 3435
Customer Care No.: (0124) 4092750
Email: response@dhfl.com
Visit us at: www.dhfl.com

DHFL
Changing Rules Changing Lives

CALENDAR OF EVENTS FOR CONDUCTING POSTAL BALLOT (PHYSICAL FORM AND E-VOTING)

(a)	Date on which consent is given by the Scrutinizer	Thursday, 15th January, 2015
(b)	Date of Board Resolution authorizing the Chairman & Managing Director and the Company Secretary to be responsible for the entire Postal Ballot process	Friday, 16th January, 2015
(c)	Date of appointment of the Scrutinizer (Appointed at Board Meeting)	Friday, 16th January, 2015
(d)	Cutoff date for ascertaining the list of shareholders to whom the notice of Postal Ballot will be sent and also for reckoning voting rights. (i.e. Cut-Off date for Benpos – Beneficiary Position)	Friday, 16th January, 2015
(e)	Date of completion of dispatching of Notice (Physical and through e-mail)	Saturday, 24th January, 2015
(f)	Release of Advertisement in Newspaper giving the date of completion of dispatch of the Notice.	Sunday, 25th January, 2015
(g)	Date of voting period starts from Sunday, 25th January, 2015, and ends on Monday, 24th February, 2015. The e-voting module shall also be disabled by NSDL for voting members.	Sunday, 25th January, 2015 to Monday, 23rd February, 2015
(h)	Last date for receiving postal ballot forms by the Scrutinizer.	Monday, 23rd February, 2015
(i)	Last date of submission of the Report by the Scrutinizer.	Tuesday, 24th February, 2015
(j)	Date of declaration of the result by the Chairman (the same date as has been mentioned in the Notice).	Wednesday, 25th February, 2015
(k)	Last date of signing of Minutes by the Chairman	Within thirty days from the date of declaration of the result of the Postal Ballot.
(l)	Date of handing over the postal ballot forms to the designated person	After signing of minutes

for **Dewan Housing Finance Corporation Ltd.**

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

Niti Arya
Company Secretary

Date : 16th January, 2014
Place : Mumbai

Dewan Housing Finance Corporation Ltd.
Corporate Identification Number (CIN) - L65910MH1984PLC032639
Corporate Office : TCG Financial Centre, 10th Floor, BKC Road, Bandra Kurla Complex, Bandra (East), Mumbai - 400 098.
Regd. Office : Warden House, 2nd Floor, Sir P. M. Road, Fort, Mumbai - 400 001.

Tel.: (022) 6600 6999
Fax No.: (022) 6600 6998
Toll Free No.: 1800 22 3435
Customer Care No.: (0124) 4092750
Email: response@dhfl.com
Visit us at: www.dhfl.com