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

DHFL/CSD/2017-18/831
July 22, 2017

The Manager **Listing Department** **BSE Ltd.,** **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 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015***

Sub: ***Voting Results of the 33rd Annual General Meeting***

This is to inform you that 33rd Annual General Meeting (AGM) 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 400 001.

In accordance with the provisions of Companies Act, 2013 and Rules thereunder and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided the Remote e-voting facility to its Members, to cast their vote/s on the resolutions as set out in the Notice of the 33rd AGM. The Remote e-voting period commenced on July 18, 2017 (9.00 a.m. IST) and ended on July 20, 2017 (5.00 p.m. IST).

In order to give an opportunity of voting to the Members of the Company who attended the AGM and had not cast their vote through remote e-voting, the Company had provided voting facility through ballot paper at the venue of the AGM.

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

Changing Rules Changing Lives

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

All the resolutions contained in the Notice of the AGM were approved by a requisite majority of the Members of the Company through remote e-voting and voting process done at the venue of AGM and all the resolutions are deemed to be passed on Friday July 21, 2017, i.e. the date of AGM.

We enclose herewith:

1. Declaration of the results of voting [Remote e-voting and voting at AGM] with respect to the Resolutions/matters as mentioned in the Notice of 33rd AGM of the Company by the Chairman of the Company in the prescribed format.

2. The Scrutinizer's Consolidated Report of remote e-voting and voting at AGM with respect to the Resolutions/ matters as mentioned in the Notice of 33rd AGM of the Company.

Kindly acknowledge the receipt and take the same on record.

Thanking you.

Yours sincerely,
for Dewan Housing Finance Corporation Limited

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

Niti Arya
Company Secretary
FCS No. - F5586

Enclosure as above

c.c.:
National Securities Depository Ltd.
Kamla Mills Compound,
Senapati Bapat Marg, Lower Parel
Mumbai – 400 023

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, Customer Care No. : 1800 3000 1919
Visit us at : www.dhfl.com , email - response@dhfl.com

DECLARATION OF THE CONSOLIDATED RESULTS OF REMOTE E-VOTING AND VOTING AT ANNUAL GENERAL MEETING (AGM) WITH RESPECT TO RESOLUTIONS MENTIONED IN THE NOTICE OF 33rd AGM OF DEWAN HOUSING FINANCE CORPORATION LTD.

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with rules made thereunder, and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 "SEBI Listing Regulations", the Company had provided the Remote e-voting facility to its Members, to cast their vote/s on the resolutions as set out in the Notice of the 33rd AGM.

The Members attending the AGM and who had not cast their vote through Remote e-voting were also provided with the facility to cast their vote on the resolutions, through ballot papers at the venue of 33rd AGM.

Based on the Scrutinizer's Consolidated Report, on Remote e-voting and voting at AGM through ballot papers, I declare the resolutions contained in the Notice of the 33rd AGM as passed with the requisite majority and all these resolutions are deemed to be passed on 21st July, 2017 i.e. the date of AGM

The results of the voting (through Remote e-voting and voting at AGM) in the format prescribed as per "SEBI Listing Regulations", along with the Copy of the Scrutinizer's Consolidated Report are enclosed herewith

Kapil Wadhawan
Chairman & Managing Director
(DIN: 00028528)

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

Date : 22.07.2017
Place : Mumbai

Annexure

In terms of Regulation 44 of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, we furnish herein below the details of the consolidated results of remote e-voting and voting through ballot papers at the 33rd Annual General Meeting in the prescribed format:

Name of the Company	**Dewan Housing Finance Corporation Ltd.**
Corporate Identity Number	**L65910MH1984PLC032639**
Date of the AGM	Friday, July 21, 2017
Book Closure Date	Saturday, July 15, 2017 to Friday, July 21, 2017
*Total No. of Shareholders on cut-off date	1,15,961

**Cut-off date for the purpose of determining the shareholders eligible to vote was 14th July, 2017*

No. of shareholders present in the meeting either in person or through proxy:

Shareholder	**In person**	**Proxy**	**Total**
Promoters and Promoter Group	2	0	2
Public :	247	3	250
Total	**249**	**3**	**252**

No. of Shareholders attended the meeting through Video Conferencing

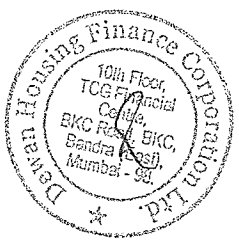
Promoters and Promoter Group	Nil
Public :	Nil



Details of Agenda Wise

Item No.	Type of Resolution	Details of Resolution	Mode of Voting (Remote-voting /Ballot Paper)
1	Ordinary	To receive, consider and adopt Audited Financial Statements (Standalone and Consolidated) of the Company for the financial year ended March 31, 2017 and the Reports of the Board of Directors and Statutory Auditors thereon.	Remote e-voting /Ballot Paper
2	Ordinary	To confirm the payment of interim dividend and to declare the final dividend on equity shares for the financial year ended March 31, 2017.	Remote e-voting /Ballot Paper
3	Ordinary	To appoint 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. Mr. Kapil Wadhawan whose office is liable to retire by rotation was re-appointed as the Managing Director of the Company at the 31st Annual General Meeting; to the extent that he is required to retire by rotation.	Remote e-voting /Ballot Paper
4.	Ordinary	To ratify the appointment of M/s. Chaturvedi & Shah, Chartered Accountants, (Firm Registration Number - 101720W) Statutory Auditors of the Company.	Remote e-voting /Ballot Paper
5.	Special	Increase in borrowing powers of the Board of Directors of the Company.	Remote e-voting /Ballot Paper
6.	Special	Authority to create charge and/or mortgages on the assets of the Company	Remote e-voting /Ballot Paper
7.	Special	Issuance of Non-Convertible Debentures on Private Placement Basis.	Remote e-voting /Ballot Paper

The details of the said results pursuant to remote e-voting and voting done through ballot paper by the Members of the Company at the Annual General Meeting are mentioned herein below

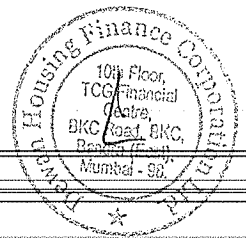


Resolution No. 1: To receive, consider and adopt Audited Financial Statements (Standalone and Consolidated) of the Company for the financial year ended March 31, 2017 and the Reports of the Board of Directors and Statutory Auditors thereon.

Resolution required : (Ordinary/ Special)	**Ordinary Resolution**
Whether promoter / promoter group are interested in the agenda/ resolution	No

Category	Mode of Voting	No. of shares held	No. of votes polled*	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled	Invalid Votes
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	12,30,49,714	12,30,49,714	100.0000	12,30,49,714	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	~~Postal Ballot~~		0	0.0000	0	0	0.0000	0.0000	0
	Total		**12,30,49,714**	**100.0000**	**12,30,49,714**	**0**	**100.0000**	**0.0000**	**0**
Public Institutions	E-Voting	9,89,60,557	5,65,65,000	57.1591	5,65,65,000	0	100.0000	0.0000	**81,95,260**
	Poll		0	0.0000	0	0	0.0000	0.0000	**0**
	~~Postal Ballot~~		0	0.0000	0	0	0.0000	0.0000	0
	Total		**5,65,65,000**	**57.1591**	**5,65,65,000**	**0**	**100.0000**	**0.0000**	**0**
Public Non Institutions	E-Voting	9,15,40,366	3,13,67,094	34.2659	3,13,67,082	12	100.0000	0.0000	0
	Poll		20,77,173	2.2691	20,77,110	63	99.9970	0.0030	**868**
	~~Postal Ballot~~		0	0.0000	0	0	0.0000	0.0000	0
	Total		**3,34,44,267**	**36.5350**	**3,34,44,192**	**75**	**99.9998**	**0.0002**	**0**
Total		**31,35,50,637**	**21,30,58,981**	**67.9504**	**21,30,58,906**	**75**	**100.0000**	**0.0000**	**81,96,128**

**Number of votes polled in column [2] does not include invalid votes.*



Resolution No. 2 : To confirm the payment of interim dividend and to declare the final dividend on equity shares for the financial year ended March 31, 2017.

Resolution required : (Ordinary/ Special)	Ordinary Resolution
Whether promoter / promoter group are interested in the agenda/ resolution	No

Category	Mode of Voting	No. of shares held	No. of votes polled*	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled	Invalid Votes
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	12,30,49,714	12,30,49,714	100.0000	12,30,49,714	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	~~Postal Ballot~~		0	0.0000	0	0	0.0000	0.0000	0
	Total		**12,30,49,714**	**100.0000**	**12,30,49,714**	**0**	**100.0000**	**0.0000**	**0**
Public Institutions	E-Voting	9,89,60,557	5,65,65,000	57.1591	5,65,65,000	0	100.0000	0.0000	81,95,260
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	~~Postal Ballot~~		0	0.0000	0	0	0.0000	0.0000	0
	Total		**5,65,65,000**	**57.1591**	**5,65,65,000**	**0**	**100.0000**	**0.0000**	**0**
Public Non Institutions	E-Voting	9,15,40,366	3,13,67,119	34.2659	3,13,66,875	244	99.9992	0.0008	0
	Poll		20,77,173	2.2691	20,77,110	63	99.9970	0.0030	868
	~~Postal Ballot~~		0	0.0000	0	0	0.0000	0.0000	0
	Total		**3,34,44,292**	**36.5350**	**3,34,43,985**	**307**	**99.9991**	**0.0009**	**0**
Total		**31,35,50,637**	**21,30,59,006**	**67.9504**	**21,30,58,699**	**307**	**99.9999**	**0.0001**	**81,96,128**

**Number of votes polled in column [2] does not include invalid votes.*

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

Resolution No. 3 : To appoint 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.

Resolution required : (Ordinary/ Special)	**Ordinary Resolution**
Whether promoter / promoter group are interested in the agenda/ resolution	Yes

Category	Mode of Voting	No. of shares held	No. of votes polled*	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled	Invalid Votes
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	12,30,49,714	12,30,49,714	100.0000	12,30,49,714	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	~~Postal Ballot~~		0	0.0000	0	0	0.0000	0.0000	0
	Total		**12,30,49,714**	**100.0000**	**12,30,49,714**	**0**	**100.0000**	**0.0000**	**0**
Public Institutions	E-Voting	9,89,60,557	5,62,57,101	56.8480	5,29,12,599	33,44,502	94.0550	5.9450	81,95,260
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	~~Postal Ballot~~		0	0.0000	0	0	0.0000	0.0000	0
	Total		**5,62,57,101**	**56.8480**	**5,29,12,599**	**33,44,502**	**94.0550**	**5.9450**	**0**
Public Non Institutions	E-Voting	9,15,40,366	3,13,66,055	34.2647	3,13,65,662	393	99.9987	0.0013	0
	Poll		20,77,173	2.2691	20,77,110	63	99.9970	0.0030	868
	~~Postal Ballot~~		0	0.0000	0	0	0.0000	0.0000	0
	Total		**3,34,43,228**	**36.5338**	**3,34,42,772**	**456**	**99.9986**	**0.0014**	**0**
Total		**31,35,50,637**	**21,27,50,043**	**67.8519**	**20,94,05,085**	**33,44,958**	**98.4278**	**1.5722**	**81,96,128**

**Number of votes polled in column [2] does not include invalid votes.*

Dewan Housing Finance Corporation Ltd. 16th Floor, TCG Financial Centre, BKC Road, BKC, Bandra (East), Mumbai - 51

Resolution No. 4 : To ratify the appointment of M/s. Chaturvedi & Shah, Chartered Accountants, (Firm Registration Number - 101720W) Statutory Auditors of the Company.

Resolution required : (Ordinary/ Special)	**Ordinary Resolution**
Whether promoter / promoter group are interested in the agenda/ resolution	No

Category	Mode of Voting	No. of shares held	No. of votes polled*	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled	Invalid Votes
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	12,30,49,714	12,30,49,714	100.0000	12,30,49,714	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	~~Postal Ballot~~		0	0.0000	0	0	0.0000	0.0000	0
	Total		**12,30,49,714**	**100.0000**	**12,30,49,714**	**0**	**100.0000**	**0.0000**	**0**
Public Institutions	E-Voting	9,89,60,557	5,65,65,000	57.1591	5,65,25,606	39,394	99.9304	0.0696	81,95,260
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	~~Postal Ballot~~		0	0.0000	0	0	0.0000	0.0000	0
	Total		**5,65,65,000**	**57.1591**	**5,65,25,606**	**39,394**	**99.9304**	**0.0696**	**0**
Public Non Institutions	E-Voting	9,15,40,366	3,13,65,612	34.2642	3,13,65,229	383	99.9988	0.0012	0
	Poll		20,77,173	2.2691	20,76,898	275	99.9868	0.0132	868
	~~Postal Ballot~~		0	0.0000	0	0	0.0000	0.0000	0
	Total		**3,34,42,785**	**36.5333**	**3,34,42,127**	**658**	**99.9980**	**0.0020**	**0**
Total		**31,35,50,637**	**21,30,57,499**	**67.9499**	**21,30,17,447**	**40,052**	**99.9812**	**0.0188**	**81,96,128**

**Number of votes polled in column [2] does not include invalid votes.*

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

Resolution No. 5 : Increase in borrowing powers of the Board of Directors of the Company.

Resolution required : (Ordinary/ Special)	**Special Resolution**
Whether promoter / promoter group are interested in the agenda/ resolution	No

Category	Mode of Voting	No. of shares held [1]	No. of votes polled* [2]	% of Votes Polled on outstanding shares [3]={[2]/[1]}*100	No. of Votes – in favour [4]	No. of Votes – Against [5]	% of Votes in favour on votes polled [6]={[4]/[2]}*100	% of Votes against on votes polled [7]={[5]/[2]}*100	Invalid Votes [8]
Promoter and Promoter Group	E-Voting	12,30,49,714	12,30,49,714	100.0000	12,30,49,714	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	~~Postal Ballot~~		0	0.0000	0	0	0.0000	0.0000	0
	Total		**12,30,49,714**	**100.0000**	**12,30,49,714**	**0**	**100.0000**	**0.0000**	**0**
Public Institutions	E-Voting	9,89,60,557	5,65,65,000	57.1591	2,28,76,366	3,36,88,634	40.4426	59.5574	81,95,260
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	~~Postal Ballot~~		0	0.0000	0	0	0.0000	0.0000	0
	Total		**5,65,65,000**	**57.1591**	**2,28,76,366**	**3,36,88,634**	**40.4426**	**59.5574**	**0**
Public Non Institutions	E-Voting	9,15,40,366	3,13,65,679	34.2643	3,13,64,280	1,399	99.9955	0.0045	0
	Poll		20,77,173	2.2691	20,77,110	63	99.9970	0.0030	868
	~~Postal Ballot~~		0	0.0000	0	0	0.0000	0.0000	0
	Total		**3,34,42,852**	**36.5334**	**3,34,41,390**	**1,462**	**99.9956**	**0.0044**	**0**
Total		**31,35,50,637**	**21,30,57,566**	**67.9500**	**17,93,67,470**	**3,36,90,096**	**84.1873**	**15.8127**	**81,96,128**

**Number of votes polled in column [2] does not include invalid votes.*

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

Resolution No. 6 : Authority to create charge and/or mortgages on the assets of the Company.

Resolution required : (Ordinary/ Special)	**Special Resolution**
Whether promoter / promoter group are interested in the agenda/ resolution	No

Category	**Mode of Voting**	**No. of shares held**	**No. of votes polled***	**% of Votes Polled on outstanding shares**	**No. of Votes – in favour**	**No. of Votes – Against**	**% of Votes in favour on votes polled**	**% of Votes against on votes polled**	**Invalid Votes**
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	12,30,49,714	12,30,49,714	100.0000	12,30,49,714	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	~~Postal Ballot~~		0	0.0000	0	0	0.0000	0.0000	0
	Total		**12,30,49,714**	**100.0000**	**12,30,49,714**	**0**	**100.0000**	**0.0000**	**0**
Public Institutions	E-Voting	9,89,60,557	5,65,65,000	57.1591	2,28,76,366	3,36,88,634	40.4426	59.5574	81,95,260
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	~~Postal Ballot~~		0	0.0000	0	0	0.0000	0.0000	0
	Total		**5,65,65,000**	**57.1591**	**2,28,76,366**	**3,36,88,634**	**40.4426**	**59.5574**	**0**
Public Non Institutions	E-Voting	9,15,40,366	3,13,66,166	34.2648	31,36,0972	5,194	99.9834	0.0166	0
	Poll		20,77,173	2.2691	20,77,041	132	99.9936	0.0064	868
	~~Postal Ballot~~		0	0.0000	0	0	0.0000	0.0000	0
	Total		**3,34,43,339**	**36.5339**	**3,34,38,013**	**5,326**	**99.9841**	**0.0159**	**0**
Total		**31,35,50,637**	**21,30,58,053**	**67.9501**	**17,93,64,093**	**3,36,93,960**	**84.1855**	**15.8145**	**81,96,128**

**Number of votes polled in column [2] does not include invalid votes.*

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

Resolution No. 7: Issuance of Non-Convertible Debentures on Private Placement Basis.

Resolution required : (Ordinary/ Special)	**Special Resolution**
Whether promoter / promoter group are interested in the agenda/ resolution	No

Category	**Mode of Voting**	**No. of shares held** [1]	**No. of votes polled*** [2]	**% of Votes Polled on outstanding shares** [3]={[2]/[1]}*100	**No. of Votes – in favour** [4]	**No. of Votes – Against** [5]	**% of Votes in favour on votes polled** [6]={[4]/[2]}*100	**% of Votes against on votes polled** [7]={[5]/[2]}*100	**Invalid Votes** [8]
Promoter and Promoter Group	E-Voting	12,30,49,714	12,30,49,714	100.0000	12,30,49,714	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	~~Postal Ballot~~		0	0.0000	0	0	0.0000	0.0000	0
	Total		**12,30,49,714**	**100.0000**	**12,30,49,714**	**0**	**100.0000**	**0.0000**	**0**
Public Institutions	E-Voting	9,89,60,557	5,65,65,000	57.1591	5,06,62,526	59,02,474	89.5651	10.4349	**81,95,260**
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	~~Postal Ballot~~		0	0.0000	0	0	0.0000	0.0000	0
	Total		**5,65,65,000**	**57.1591**	**5,06,62,526**	**59,02,474**	**89.5651**	**10.4349**	**0**
Public Non Institutions	E-Voting	9,15,40,366	3,13,67,298	34.2661	3,13,64,420	2,878	99.9908	0.0092	0
	Poll		20,77,173	2.2691	20,77,041	132	99.9936	0.0064	868
	~~Postal Ballot~~		0	0.0000	0	0	0.0000	0.0000	0
	Total		**3,34,44,471**	**36.5352**	**3,34,41,461**	**3,010**	**99.9910**	**0.0090**	**0**
Total		**31,35,50,637**	**21,30,59,185**	**67.9505**	**20,71,53,701**	**59,05,484**	**97.2282**	**2.7718**	**81,96,128**

**Number of votes polled in column [2] does not include invalid votes.*

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

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

Date: 22.07.2017

SCRUTINIZER'S REPORT
(REMOTE E-VOTING PROCESS)

{Pursuant to section 108 of the Companies Act, 2013 and rule 20(3) (xi) of the Companies (Management and Administration) Rules, 2014}

To,

The Chairman of 33rd Annual General Meeting of the members of **Dewan Housing Finance Corporation Limited** (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 400001

Dear Sir,

1. I, Jayshree S. Joshi, Proprietress of Jayshree Dagli & Associates, Company Secretaries, Mumbai, have been appointed by the Board of Directors of **Dewan Housing Finance Corporation Limited** (the Company) as the scrutinizer for the purpose of scrutinizing Remote e-Voting process in a fair and transparent manner and ascertaining the requisite majority on Remote e-Voting carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 in respect of the resolutions contained in the Notice of the 33rd Annual General Meeting (AGM) of the members of the Company, held on Friday, the 21st day of July, 2017.

2. It is the responsibility of the Management of the Company to ensure due compliance of the applicable provisions of the Companies Act, 2013 and Rules made there under and also the requirements thereof relating to voting through electronic means on the resolutions contained in the Notice of the 33rd AGM of the members of the Company. As the Scrutinizer for the Remote e-Voting process my role and responsibility are limited to make a Scrutinizer's Report of the votes cast "in favour" or "against" in respect of the resolutions contained in the Notice of the 33rd AGM, based on the reports generated from the e-voting system provided by the National Securities Depository Ltd (**NSDL**), the authorized agency to provide Remote e-voting facilities, engaged by the Company.

3. Further to above, I submit my report as under:-

   i. The Remote e-Voting period remained open from Tuesday, 18th July, 2017 (9.00 A.M.) to Thursday, 20th July, 2017 (5.00 P.M.)

   ii. The members of the Company as on the "cut-off" date i.e. 14th July, 2017 were entitled to vote on the resolutions (item No.1 to 7 as set out in the Notice of the 33rd AGM of the Company).

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

Office No. 5, 1st Floor, Rajabahadur Compound, Bldg. No. 5, 43 - Tamarind Lane, Fort, Mumbai 400 023.
(Opp. Allahabad Bank, Bombay Samachar Marg).

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

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JAYSHREE DAGLI & ASSOCIATES
COMPANY SECRETARIES

iii. The NSDL portal was blocked for voting on 20th July, 2017 at 5.00 p.m.

iv. Accordingly, the electronic votes cast were taken into account on conclusion of the 33rd AGM and after considering the votes cast by the members through Polling Process at the 33rd AGM

v. The votes cast were unblocked on July 21, 2017, after counting the votes cast at the 33rd Annual General Meeting, in presence of 2 witnesses Mr. Ajay V. Mehta, Practicing Company Secretary (ACS - 9332) and Mr. Akshay Joshi (ACS – 34724) who are not in the employment of the Company.

vi. Thereafter, the details containing, inter alia, list of Equity Shareholders, who voted "for" and/or "against" each of the resolutions that were put to vote, were generated from the e-voting website of NSDL i.e. https://evoting.nsdl.com

vii. The Register to record the assent or dissent received has been maintained electronically. It contained the particulars of name, address, folio number or client ID of the shareholders, number of shares held by them, nominal value of such shares. There were no shares with differential voting rights in the Company; hence there is no requirement of maintaining of the list of shares with differential voting rights.

Based on the Reports generated, the result of the e-voting is as under:-

Sr. No.	Resolution No. as given in the Notice of 33rd Annual General Meeting	Particulars of Votes Cast		
			Electronic Voting	
			Nos.	%
	ORDINARY BUSINESS			
1.	To receive, consider and adopt the Audited Financial Statements (Standalone and Consolidated) of the Company for the financial year ended March 31, 2017 and the Reports of the Board of Directors and Statutory Auditors thereon. [Ordinary Resolution]	Votes Cast in Favour	210981796	100.00
		Votes Cast Against	12	0.00*
		Total	**210981808****	**100.00**
*Actual 0.000006 rounded off to 0.00. ** Excludes invalid 8195260 votes				

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

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(Opp. Allahabad Bank, Bombay Samachar Marg).

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

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suyashri@vsnl.com

JAYSHREE DAGLI & ASSOCIATES
COMPANY SECRETARIES

2.	To confirm the payment of interim dividend and to declare the final dividend on equity shares for the financial year ended March 31, 2017. [Ordinary Resolution]	Votes Cast in Favour	210981589	100.0
		Votes Cast Against	244	0.00*
		Total	**210981833****	**100.00**
*Actual 0.0001 rounded off to 0.00. ** Excludes invalid 8195260 votes				
3.	To appoint 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. [Ordinary Resolution]	Votes Cast in Favour	207327975	98.41
		Votes Cast Against	3344895	1.59
		Total	**210672870****	**100.00**
** Excludes invalid 8195260 votes				
4.	To ratify the appointment of M/s. Chaturvedi & Shah, Chartered Accountants, (Firm Registration No: 101720W) as the Statutory Auditors of the Company [Ordinary Resolution]	Votes Cast in Favour	210940549	99.98
		Votes Cast Against	39777	0.02
		Total	**210980326****	**100.00**
** Excludes invalid 8195260 votes				
	SPECIAL BUSINESS			
5.	Increase in borrowing powers of the Board of Directors of the Company [Special Resolution]	Votes Cast in Favour	177290360	84.03
		Votes Cast Against	33690033	15.97
		Total	**210980393****	**100.00**
** Excludes invalid 8195260 votes				

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

Office No. 5, 1st Floor, Rajabahadur Compound, Bldg. No. 5, 43 - Tamarind Lane, Fort, Mumbai 400 023.
(Opp. Allahabad Bank, Bombay Samachar Marg).

Jayshree S. Joshi
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JAYSHREE DAGLI & ASSOCIATES
COMPANY SECRETARIES

6.	Authority to create charge and/or mortgages on the assets of the Company. [Special Resolution]	Votes Cast in Favour	177287052	84.03
		Votes Cast Against	33693828	15.97
		Total	**210980880****	**100.00**
** Excludes invalid 8195260 votes				
7.	Issuance of Non- Convertible Debentures on Private Placement Basis. [Special Resolution]	Votes Cast in Favour	205076660	97.20
		Votes Cast Against	5905352	2.80
		Total	**210982012****	**100.00**
** Excludes invalid 8195260 votes				

Jayshree S. Joshi

Jayshree S. Joshi
(Scrutinizer)

For Dewan Housing Finance Corporation Ltd.

Authorised Signatory

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

Witnesses:

Ajay V. Mehta

A V Mehta

Akshay Joshi

A A Joshi

Office No. 5, 1st Floor, Rajabahadur Compound, Bldg. No. 5, 43 - Tamarind Lane, Fort, Mumbai 400 023.
(Opp. Allahabad Bank, Bombay Samachar Marg).

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

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E-MAIL : jayshreedagli@gmail.com
suyashri@vsnl.com

JAYSHREE DAGLI & ASSOCIATES
COMPANY SECRETARIES

Date: 22.07.2017

SCRUTINIZER'S CONSOLIDATED REPORT
(E-VOTING PROCESS & POLL PROCESS)

{Pursuant to section 108 of the Companies Act, 2013 and rule 20(3) (xi) of the Companies (Management and Administration) Rules, 2014}

To,

The Chairman of 33rd Annual General Meeting of the Members of **Dewan Housing Finance Corporation Limited** (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 400001.

Dear Sir,

1. I, Jayshree S. Joshi, Proprietress of Jayshree Dagli & Associates, Company Secretaries, Mumbai, have been appointed by the Board of Directors of **Dewan Housing Finance Corporation Limited** (the Company) as the Scrutinizer for the purpose of scrutinizing e-Voting Process and Poll Process in a fair and transparent manner and ascertaining the requisite majority on Voting carried out as per the provisions of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 in respect of the Resolutions passed at the 33rd Annual General Meeting (AGM) of the Members of the Company, held on Friday, the 21st day of July, 2017.

2. It is the responsibility of the Management of the Company to ensure due compliance of the applicable provisions of the Companies Act, 2013 and Rules made there under and also the requirements thereof relating to voting through electronic means and Polling Process on the resolutions contained in the Notice of the 33rd AGM of the Members of the Company. As the Scrutinizer for the e-Voting process and Poll Process, my role and responsibility are limited to make a Scrutinizer's Consolidated Report of the votes cast "in favour" or "against" in respect of the Resolutions contained in the Notice of the 33rd AGM, based on the reports generated from the e-Voting system provided by the National Securities Depository Ltd (**NSDL**), the authorized agency to provide Remote e-Voting facilities, engaged by the Company and from the Polling Process conducted at the 33rd AGM.

3. Further to above, I submit my Report as under:-

   i. The Remote e-Voting period remained open from Tuesday, 18th July, 2017, (9.00 a.m.) to Thursday, 20th July, 2017, (5.00 p.m.)

Dewan Housing Finance Corporation Ltd. 12th Floor, TGG Financial Centre, BKC Road, BKC, Bandra (East), Mumbai - 98.

Office No. 5, 1st Floor, Rajabahadur Compound, Bldg. No. 5, 43 - Tamarind Lane, Fort, Mumbai 400 023.
(Opp. Allahabad Bank, Bombay Samachar Marg).

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

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JAYSHREE DAGLI & ASSOCIATES
COMPANY SECRETARIES

ii. The Members of the Company as on the "cut-off" date i.e. 14th July, 2017, were entitled to vote on the Resolutions (items No. 1 to 7 as set out in the Notice of the 33rd AGM of the Company).

iii. After the time fixed for closing of the poll by the Chairman, 2(Two) ballot boxes kept for polling were locked in my presence with due identification marks placed by me.

iv. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/ Registrar and Transfer Agents of the Company and the authorizations/ proxies lodged with the Company.

v. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

vi. Thereafter, the electronic votes cast through remote e-voting were unblocked at 2.50 p.m. i.e. after counting the votes cast at the 33rd Annual General Meeting in presence of 2 witnesses Mr. Ajay V. Mehta, Practicing Company Secretary (ACS - 9332) and Mr. Akshay Joshi (ACS - 34724) who are not in the employment of the Company.

vii. Then, the details containing, inter alia, list of Equity Shareholders, who voted through Remote e-voting "for" and/or "against" each of the resolutions that were put to vote, were generated from the e-Voting website of NSDL i.e. https://evoting.nsdl.com

viii. The Register to record the assent or dissent received has been maintained electronically. It contained the particulars of name, address, folio number or client ID of the shareholders, number of shares held by them, nominal value of such shares. There were no shares with differential voting rights in the Company; hence there is no requirement of maintaining of the list of shares with differential voting rights.

The Consolidated result of the Voting (Remote e-voting+ Poll Process) is given in attachment hereto marked as `Annexure'.

Jayshree S. Joshi

Jayshree S. Joshi
(Scrutinizer)

Countersigned by:

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

Encl.: As Above

Office No. 5, 1st Floor, Rajabahadur Compound, Bldg. No. 5, 43 - Tamarind Lane, Fort, Mumbai 400 023.
(Opp. Allahabad Bank, Bombay Samachar Marg).

Annexure

Dewan Housing Finance Corporation Limited
33rd AGM

Resolution No.:1 -To receive, consider and adopt the Audited Financial Statements (Standalone and Consolidated) of the Company for the financial year ended March 31, 2017 and the Reports of the Board of Directors and Statutory Auditors thereon.
[Ordinary Resolution]

Total Vote Cast:	221255109	Total Valid Votes:	213058981	Invalid Votes:	8196128

Evoting				Poll				Total			
Assent		Dissent		Assent		Dissent		Assent		Dissent	
Total Votes	%	Total Votes	%	Total Votes	%	Total Votes	%	Total Votes	%	Total Votes	%
210981796	100.0000	12	0.0000	2077110	99.996967	63	0.003032968	213058906	100.0000*	75	0.0000*
Invalid Votes:		8195260		Invalid Votes:		868		Invalid Votes:		8196128	

* Rounded off to nearest digit

Result: Resolution passed by Majority.

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

Dewan Housing Finance Corporation Limited
33rd AGM

Resolution No.:2 -To confirm the payment of interim dividend and to declare the final dividend on equity shares for the financial year ended March 31, 2017.
[Ordinary Resolution]

Total Vote Cast:	**221255134**	**Total Valid Votes:**	**213059006**	**Invalid Votes:**	**8196128**

Evoting				Poll				Total			
Assent		Dissent		Assent		Dissent		Assent		Dissent	
Total Votes	%	Total Votes	%	Total Votes	%	Total Votes	%	Total Votes	%	Total Votes	%
210981589	99.999884	244	0.0001156	2077110	99.996967	63	0.003032968	213058699	99.9998559	307	0.000144092
Invalid Votes:		8195260		Invalid Votes:		868		Invalid Votes:		8196128	

Result: Resolution passed by Majority.

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

Dewan Housing Finance Corporation Limited
33rd AGM

Resolution No.:3 -To appoint 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.
[Ordinary Resolution]

Total Vote Cast:	**220946171**	**Total Valid Votes:**	**212750043**	**Invalid Votes:**	**8196128**

Evoting				**Poll**				**Total**			
Assent		**Dissent**		**Assent**		**Dissent**		**Assent**		**Dissent**	
Total Votes	**%**	**Total Votes**	**%**	**Total Votes**	**%**	**Total Votes**	**%**	**Total Votes**	**%**	**Total Votes**	**%**
207327975	98.41228	3344895	1.5877199	2077110	99.996967	63	0.003032968	209405085	98.4277521	3344958	1.572247861
Invalid Votes:		8195260		Invalid Votes:		868		Invalid Votes:		8196128	

Result: Resolution passed by Majority.

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

Dewan Housing Finance Corporation Limited
33rd AGM

Resolution No.:4 -To ratify the appointment of M/s. Chaturvedi & Shah, Chartered Accountants, (Firm Registration No: 101720W) as the Statutory Auditors of the Company.
[Ordinary Resolution]

Total Vote Cast:	221253627	**Total Valid Votes:**	213057499	**Invalid Votes:**	8196128

Evoting				**Poll**				**Total**			
Assent		**Dissent**		**Assent**		**Dissent**		**Assent**		**Dissent**	
Total Votes	**%**	**Total Votes**	**%**	**Total Votes**	**%**	**Total Votes**	**%**	**Total Votes**	**%**	**Total Votes**	**%**
210940549	99.981147	39777	0.0188534	2076898	99.9867609	275	0.013239148	213017447	99.9812013	40052	0.018798681
Invalid Votes:		8195260		Invalid Votes:		868		Invalid Votes:		8196128	

Result: Resolution passed by Majority.

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

Dewan Housing Finance Corporation Limited
33rd AGM

Resolution No.:5 -Increase in borrowing powers of the Board of Directors of the Company.
[Special Resolution]

Total Vote Cast:	**221253694**	**Total Valid Votes:**	**213057566**	**Invalid Votes:**	**8196128**

Evoting				Poll				Total			
Assent		Dissent		Assent		Dissent		Assent		Dissent	
Total Votes	%	Total Votes	%	Total Votes	%	Total Votes	%	Total Votes	%	Total Votes	%
177290360	84.031676	33690033	15.968324	2077110	99.996967	63	0.003032968	179367470	84.1873271	33690096	15.8126729
Invalid Votes:		8195260		Invalid Votes:		868		Invalid Votes:		8196128	

Result: Resolution passed by Requisite Majority.

Dewan Housing Finance Corporation Limited
33rd AGM

Resolution No.:6 -Authority to create charge and/or mortgages on the assets of the Company.
[Special Resolution]

Total Vote Cast:	**221254181**	**Total Valid Votes:**	**213058053**	**Invalid Votes:**	**8196128**

Evoting				**Poll**				**Total**			
Assent		**Dissent**		**Assent**		**Dissent**		**Assent**		**Dissent**	
Total Votes	**%**	**Total Votes**	**%**	**Total Votes**	**%**	**Total Votes**	**%**	**Total Votes**	**%**	**Total Votes**	**%**
177287052	84.029914	33693828	15.970086	2077041	99.9936452	132	0.006354791	179364093	84.1855497	33693960	15.81445035
Invalid Votes:		8195260		Invalid Votes:		868		Invalid Votes:		8196128	

Result: Resolution passed by Requisite Majority.

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

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

Dewan Housing Finance Corporation Limited
33rd AGM

Resolution No.:7 -Issuance of Non- Convertible Debentures on Private Placement Basis.
[Special Resolution]

Total Vote Cast:	**221255313**	**Total Valid Votes:**	**213059185**	**Invalid Votes:**	**8196128**

Evoting				Poll				Total			
Assent		Dissent		Assent		Dissent		Assent		Dissent	
Total Votes	%	Total Votes	%	Total Votes	%	Total Votes	%	Total Votes	%	Total Votes	%
205076660	97.201016	5905352	2.7989836	2077041	99.9936452	132	0.006354791	207153701	97.2282425	5905484	2.771757528
Invalid Votes:		8195260		Invalid Votes:		868		Invalid Votes:		8196128	

Result: Resolution passed by Requisite Majority.

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

31.

Form No. MGT-13

Report of Scrutinizer

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman of 33rd Annual General Meeting of the Equity Shareholders of **Dewan Housing Finance Corporation Limited** (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 400001.

Dear Sir,

I, Jayshree S. Joshi, Proprietress of Jayshree Dagli & Associates, Company Secretaries, Mumbai, have been appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolutions, at the 33rd Annual General Meeting of the Equity Shareholders of **Dewan Housing Finance Corporation Limited**, 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, submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, 2(Two) ballot boxes kept for polling were locked in my presence with due identification marks placed by me.

2. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/ Registrar and Transfer Agents of the Company and the authorizations/ proxies lodged with the Company.

3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

4. The result of the poll is as under:

Dewan Housing Finance Corporation Ltd. 10th Floor, Tower 4, Financial Centre, BKC, Bandra (East), Mumbai - 98.

Resolution No.1- To receive, consider and adopt the Audited Financial Statements (Standalone and Consolidated) of the Company for the financial year ended March 31, 2017 and the Reports of the Board of Directors and Statutory Auditors thereon. [Ordinary Resolution]

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
84	2077110	100.00

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
6	63	0.00*

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
3	868

*Actual 0.00303297% rounded off to 0.00

Resolution No. 2- To confirm the payment of interim dividend and to declare the final dividend on equity shares for the financial year ended March 31, 2017. [Ordinary Resolution]

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
84	2077110	100.00

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
6	63	0.00*

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
3	868

*Actual 0.00303297% rounded off to 0.00

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

Resolution No. 3- To appoint 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. [Ordinary Resolution]

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
84	2077110	100.00

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
6	63	0.00*

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
3	868

*Actual 0.00303297% rounded off to 0.00

Resolution No. 4 - To ratify the appointment of M/s. Chaturvedi & Shah, Chartered Accountants, (Firm Registration No: 101720W) as the Statutory Auditors of the Company. [Ordinary Resolution]

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
83	2076898	99.98

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
7	275	0.02

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
3	868

Dewan Housing Finance Corporation Ltd. 10th Floor, TCC Financial Centre, BKC Road, BKC, Bandra (East), Mumbai - 51.

Resolution No. 7- Issuance of Non- Convertible Debentures on Private Placement Basis. [Special Resolution]

(j) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
83	2077041	100.00

(jj) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
7	132	0.00*

(jjj) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
3	868

***Actual 0.006354% rounded off to 0.00**

5. 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.

6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary/ Director authorized by the Board for safe keeping.

Signature:

Jayshree S. Joshi (Scrutinizer)

Witnesses:

1. Ajay V. Mehta

2. Akshay Joshi

For Dewan Housing Finance Corporation Ltd.

Kapil Wadhawan
Chairman & Managing Director

Date: 22.07.2017

Place: Mumbai