July 29, 2017

The Manager – Listing Department
National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex, Bandra (E)
Mumbai-400051

The Manager – Listing Department
BSE Limited
1st Floor, P.J. Towers,
Dalal Street
Mumbai -400 001

Re: Outcome of 20th Annual General Meeting- IDFC Limited

Dear Sir,

In continuation to our letter dated July 1, 2017, we wish to inform you that at the 20th Annual General Meeting of the Shareholders of IDFC Limited (**"the Company"**) which was held on Friday, July 28, 2017 at The Music Academy, T.T.K Auditorium (Main Hall), Near Acropolis Building, New No. 168 (Old No. 306), T.T.K. Road, Royapettah, Chennai - 600 014, Tamil Nadu, at 2:00 p.m., the business mentioned in the Notice dated June 24, 2017 were transacted.

In this regard, please find enclosed the following-

(1) Summary of proceedings as required under Regulation 30, Part-A of Schedule -III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as **Annexure – I**

(2) Report of Scrutinizer dated July 28, 2017, pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014 as **Annexure – II.**

(3) Annual Report for the financial year 2016-17 as required under Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, duly approved and adopted by the members as per the provisions of the Companies Act, 2013- as **Annexure – III.**

(4) Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 -

This is for your information and records.

For IDFC Limited

Ketan Kulkarni
Company Secretary

IDFC LIMITED MUMBAI

IDFC Limited
Naman Chambers, C-32, G-Block, Bandra-Kurla Complex, Bandra (E), Mumbai 400 051 Tel: +91 22 4222 2000 / 6147 8383
Registered Office: KRM Towers, 7th Floor, No. 1, Harrington Road, Chetpet, Chennai 600 031 Tel: +91 44 4564 4000 Fax: +91 44 4564 4022
CIN: L65191TN1997PLC037415 info@idfc.com www.idfc.com

Annexure – I

Summary of proceedings of the 20th Annual General Meeting:

The 20th Annual General Meeting (AGM) of the Members of IDFC Limited ('the Company') was held on Friday, July 28, 2017 at The Music Academy, T.T.K Auditorium (Main Hall), Near Acropolis Building, New No. 168 (Old No. 306), T.T.K. Road, Royapettah, Chennai - 600 014, Tamil Nadu, at 2:00 p.m.

Mr. Vinod Rai chaired the meeting. The requisite quorum being present, the Chairperson called the meeting to order. He introduced the members of the Board seated on the dais. Mr. Soumyajit Ghosh and Mr. Manish Kumar, the Nominees of the Ministry of Finance, Government of India could not attend the AGM due to their prior commitments. Chairperson of the Audit Committee, Nomination & Remuneration Committee and Stakeholders' Relationship Committee were present at the Meeting. The representatives of the Statutory Auditors and Secretarial Auditors were also present at the Meeting.

The Notice of the AGM was taken as read with the permission of the shareholders.

The auditors' report was free from any qualifications, observations or comments on financial transactions or matters which have an adverse effect on the functioning of the company, accordingly, the Chairperson requested the members, if the said report could be taken as read. The members present confirmed the same. Accordingly, the Auditors Report was taken as read with the permission of the shareholders.

The Chairperson delivered his speech and invited members to ask their queries, if any, give suggestions, seek clarifications. The Chairperson requested Mr. Sunil Kakar, Managing Director & CEO to respond to the queries raised at the AGM.

The Chairperson informed that the Company had provided the Members the facility to cast their vote electronically, on all resolutions set forth in the Notice. Members who were present at the AGM and had not cast their votes electronically were provided an opportunity to cast their votes at the end of the meeting by way of physical ballot form.

The following items of business, as per the Notice of AGM dated June 24, 2017, were transacted at the meeting.

1.	To consider and adopt: a. the audited financial statements of the Company for the financial year ended March 31, 2017 and the Reports of the Board of Directors and the Auditors thereon; and b. the audited consolidated financial statements of the Company for the financial year ended March 31, 2017 and the Report of the Auditors thereon.;
2.	To declare dividend on equity shares of the Company.
3.	To appoint a director in place of Mr. Chintamani Bhagat (DIN - 07282200), who retires by rotation and being eligible, offers himself for reappointment
4.	To appoint Auditors and to fix their remuneration.
5.	Appointment of Mr. Manish Kumar (DIN – 07379535) as a Nominee Director representing Government of India
6.	Appointment of Mr. Soumyajit Ghosh (DIN - 07698741) as a Nominee Director representing Government of India
7.	Appointment of Mr. Sunil Kakar (DIN - 03055561) as a Director of the Company

IDFC LIMITED MUMBAI

8.	Appointment of Mr. Sunil Kakar (DIN - 03055561) as Managing Director & CEO of the Company
9.	Reappointment of Mr. S. S. Kohli (DIN - 00169907) as an Independent Director of the Company
10.	Reappointment of Ms. Marianne Økland (DIN - 03581266) as an Independent Director of the Company
11.	Offer and Issue of Non-Convertible Securities through Private Placement

The Board of Directors had appointed Mr. B Narasimhan, of BN & Associates as the Scrutinizer to supervise the e - voting and ballot voting process.

It was informed that the combined voting results (Evoting and Ballot voting) will be announced by next day i.e. July 29, 2017.

The Chairperson thanked the members for attending the AGM and declared the meeting as concluded.

IDFC LIMITED MUMBAI

Annexure II

BN & ASSOCIATES
Company Secretaries

Combined Scrutinizer's Report on Remote E-voting & Voting by Physical Ballot Conducted at the 20th AGM of IDFC Limited held at Chennai on Friday July 28, 2017

To,

The Independent Non-Executive Chairman,
IDFC Limited

Regd. Office: KRM Tower, 7th Floor,
No.1 Harrington Road,
Chetpet, Chennai – 600 031,

Corp. Office: Naman Chambers, C-32, G Block,
Bandra Kurla Complex,
Bandra (East), Mumbai 400051

20th Annual General Meeting of the Equity Shareholders of IDFC Limited held on Friday, July 28, 2017 at 2.00 P. M. at the Music Academy, T.T.K Auditorium (Main Hall), Near Acropolis Building, New No. 168 (Old No. 306), T.T.K. Road, Royapettah, Chennai - 600 014.

Sub: Passing of Resolution(s) through Remote E-voting process as well as Physical Ballot voting process conducted at the venue of the AGM pursuant to Section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Board of Directors of IDFC Limited (*hereinafter referred to as the 'IDFC' or 'the Company'*) at its meeting held on April 28, 2017 had appointed me as the Scrutinizer for the Remote E-voting process as well as to scrutinize the Physical Ballot voting conducted at the venue of the AGM pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and in accordance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015. I say, I am familiar and well versed with the concept of Remote E-voting and Physical Ballot voting system as prescribed under the said Rules.

Report on Scrutiny:

C/O. Karvy Computershare Pvt. Ltd. 24-B Raja Bahadur Mansion, Ground Floor, Ambabal Doshi Marg, B/H BSE, Fort, Mumbai - 400 023.
T :91 22 6623 5454 D:91 22 6623 5411 Fax:91 22 6633 1135 Cell :9820142331/9004089490
E-mail :narasimhan.b8@gmail.com // bn@karvy.com

Resi : 601/602, B-wing, Cosmic Heights, Bhakti Park, Imax Theater Compound, Wadala (E), Mumbai - 400 037.
(T) : 91 22 2403 6596

- IDFC had appointed Karvy Computershare Private Ltd. ('**KARVY**' or '**KCPL**') as the service provider, for the purpose of extending the facility of Remote E-voting to the Members of the Company. KCPL are also the Registrar and Share Transfer Agents ('**RTA**') of the Company.

- The Service Provider had provided a system for recording the votes of the Members electronically through Remote E-voting on all the items of the business (both Ordinary and Special businesses) sought to be transacted at the 20th Annual General Meeting ('**AGM**') of the Company, which was held on Friday, July 28, 2017.

- The Service Provider had set up electronic voting facility on their website, https://evoting.karvy.com. The Company had uploaded all the items of the business to be transacted at the AGM on the website of the Company and also its Service Provider to facilitate their Members to cast their vote through Remote E-voting.

- The internal cut-off date for the dispatch of the Notice of the AGM was June 16, 2017 and as on that date, there were 455,573 Members of the Company. The service provider had sent the Notices of the AGM along with Annual Report and E-voting details by email to 334,810 Members whose email Ids were made available by the Depositories and for those members, holding in physical form, who had registered their email Ids with the RTA by June 16, 2017. In respect of 120,763 Members, whose Email Ids were not available, the Notices were sent by courier from June 28, 2017 to June 30, 2017. Additionally, notices along with Annual Report were sent by courier to 13,080 Members residing at Chennai (To whom the Notices were already sent through email).

- The Notices sent (both through email and physical form) contained the detailed procedure to be followed by the Members who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended.

- The **Cut-off date** for the purposes of identifying the Members who will be entitled to vote on the resolutions placed for approval of the Members was **Friday, July 21, 2017**.

- As prescribed in the aforesaid Rules, the Remote E-voting facility was kept open for five days from **Sunday, July 23, 2017 at 9:00 A.M. to Thursday, July 27, 2017 at 5:00 P.M.**

- The Company completed the dispatch of the notices to the members by June 30, 2017.

- As prescribed in clause (v) of sub rule 4 of the Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company also released an advertisement, which was published more than 21 days before the date of the AGM in English in 'Hindu Business Line' newspaper having country-wide circulation dated July 1, 2017 and in Tamil in 'Makkal Kural' newspaper dated July 1, 2017. The

notice published in the newspaper carried the required information as specified in sub rule 4(v) (a) to (h) of the said Rule 20.

- At the end of the voting period on July 27, 2017 at 5.00 P.M., the voting portal of the Service Provider was blocked forthwith.

- At the venue of the 20th AGM of the Company held on Friday, July 28, 2017, the facility to vote through Physical Ballot was provided to facilitate those members present in the meeting but who could not participate in the Remote E-voting to record their votes.

- After the voting at the AGM was concluded, two (2) ballot boxes kept for the purpose of casting of votes were locked in my presence with due identification marks placed by me. The locked ballot boxes were subsequently opened in my presence and in presence of two witnesses, as mentioned below, and ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company. The ballot paper, which were incomplete and / or which were otherwise found defective have been treated as invalid and kept separately.

- On July 28, 2017, after tabulating the votes conducted at the venue of the AGM through Physical Ballot, the votes cast through Remote E-voting facility were duly unblocked by me as a Scrutinizer in the presence of Mr. M R V Subrahmanyam and Mr. V Rajendra Prasad who acted as the witnesses, as prescribed in sub rule 4(xii) of the said Rule 20.

- Thereafter, I as a Scrutinizer duly compiled details of the Remote E-voting carried out by the Members and the voting done by Physical Ballot at the venue of the AGM, the details of which are as follows:

Details	Remote E-voting	Voting through Physical Ballot at AGM	Total voting
Number of members who cast their votes	486	19	505
Total number of Shares held by them	613,811,872	412,577,703	1,026,389,575



Valid votes	As per details provided under each one of the Resolution(s) mentioned hereunder
Abstained / Invalid Votes	As per details provided under each one of the Resolution(s) mentioned hereunder

Note:

1. Percentages of votes cast in favour or against the resolutions are calculated based on the Valid Votes cast through Remote E-voting and voting through Physical Ballot at the venue of the AGM.

2. **Break up votes cast through remote e-voting and through voting at the meeting through physical ballot is given in a separate sheet attached.**

ORDINARY BUSINESS

I) Item No. 1 of the Notice (As an Ordinary Resolution):

a) **To receive, consider and adopt the audited financial statements of the Company for the financial year ended 31st March 2017 and the Reports of the Board of Directors and the Auditors thereon.**

b) **To receive consider and adopt the audited financial statements of the Company for the financial year ended 31st March 2017 and the Reports of the Auditors thereon.**

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Invalid votes
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and voting at meeting through Physical Ballot	1,018,057,772	99.999	211	0.001	8,331,592

Item 1 of Notice stands passed with the requisite majority

Company Secretaries BM & ASSOCIATES PCS No. 10440, Mumbai

II) Item no 2 of the Notice (As an Ordinary Resolution)

To declare dividend on Equity Shares

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Invalid votes
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and voting at meeting through Physical Ballot	1,018,406,283	99.999	522	0.001	7,982,770

Item 2 of the Notice stands passed with the requisite majority

III) Item No. 3 of the Notice (As an Ordinary Resolution):

To appoint a Director in place of Mr. Chintamani Bhagat (DIN 07282200), who retires by rotation and being eligible offers himself for re-appointment

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Invalid votes
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and voting at meeting through Physical Ballot	1,013,470,773	99.531	4,779,497	0.469	8,139,305

Item 3 of the Notice stands passed with the requisite majority

IV) Item No. 4 of the Notice (As an Ordinary Resolution):

To appoint Auditors and to fix their remuneration

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Invalid votes
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and voting at meeting through Physical Ballot	1,018,083,455	99.984	166,815	0.016	8,139,305

Item 4 of Notice stands passed with the requisite majority

SPECIAL BUSINESS

V) Item No. 5 of the Notice (As an Ordinary Resolution):

Appointment of Mr. Manish Kumar (DIN 07379535) as a Nominee Director representing the Government of India.

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Invalid votes
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and voting at meeting through Physical Ballot	1,013,470,569	99.531	4,779,585	0.469	8,139,421

Item 5 of Notice stands passed with the requisite majority

VI) Item No. 6 of the Notice (As an Ordinary Resolution):

Appointment of Mr. Soumyajit Ghosh (DIN 07698741) as a Nominee Director representing the Government of India.

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Invalid votes
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and voting at meeting through Physical Ballot	1,013,470,599	99.531	4,779,555	0.469	8,139,421

Item 6 of Notice stands passed with the requisite majority

VII) Item No. 7 of the Notice (As an Ordinary Resolution):

Appointment of Mr. Sunil Kakar (DIN 03055561) as a Director of the Company

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Invalid votes
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and voting at meeting through Physical Ballot	1,005,217,011	98.705	13,189,673	1.295	7,982,891

Company Secretaries BN & Associates PCS No. 10440, Mumbai

Item 7of Notice stands passed with the requisite majority

VIII) Item No. 8 of the Notice (As an Ordinary Resolution):

Appointment of Mr. Sunil Kakar (DIN 03055561) as Managing Director & CEO of the Company

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Invalid votes
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and voting at meeting through Physical Ballot	1,004,986,955	98.682	13,419,729	1.318	7,982,891

Item 8 of Notice stands passed with the requisite majority

IX) Item No. 9 of the Notice (As a Special Resolution):

Reappointment of Mr. S S Kohli (DIN 00169907) as an Independent Director of the Company

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Invalid votes
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and voting at meeting through Physical Ballot	751,930,831	99.949	384,969	0.051	274,073,775

Item 9 of Notice stands passed with the requisite majority



X) Item No. 10 of the Notice (As a Special Resolution):

Reappointment of Ms. Marianne Økland (DIN 03581266) as an Independent Director of the Company

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Invalid votes
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and voting at meeting through Physical Ballot	1,018,405,031	99.999	1,769	0.001	7,982,775

Item 10 of Notice stands passed with the requisite majority

XI) Item No. 11 of the Notice (As a Special Resolution):

Offer and Issue of Non-Convertible Securities through Private Placement

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Invalid votes
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and voting at meeting through Physical Ballot	1,017,419,737	99.903	986,863	0.097	7,982,975

Item 11 of Notice stands passed with the requisite majority

All the Resolutions mentioned in the AGM Notice dated June 24, 2017 as per the details above and as per the break up provided in the annexure attached stand passed under Remote E-voting and voting conducted at AGM through Physical Ballot paper with the requisite majority and hence deemed to be passed as on the date of the AGM.

Company Secretaries BN & ASSOCIATES PCS No. 10440, Mumbai

A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared "INVALID/ABSTAINED", for each resolution is being delivered to the Company Secretary separately.

I hereby confirm that I am maintaining the Registers received from the Service Provider both for votes cast through Remote E-voting and voting conduct at AGM by way of Physical Ballot means by the Members of the Company. All other relevant records relating to Remote E-voting and Physical Ballot voting is under my safe custody and will be handed over to the Company Secretary for safe keeping, after the Non-Executive Chairman signs the Minutes.

Thanking you,

Yours faithfully
For B.N. & Associates
COMPANY SECRETARIES

CS B Narasimhan
(Proprietor)
(FCS no 1303 COP no 10440)

Place: Chennai
Date: July 28, 2017

The following were the witnesses to the unblocking the votes cast through Remote E-voting.

1. HRV SUBRAHMANYAM

2. V R AJENDRA PRASAD.

I have received the report:

Signature

Signed by Mr. Ketan Kulkarni authorized
by the Independent Non-Executive Chairman

Place: Chennai
Date: July 28, 2017

Break up of voting done by the shareholders of IDFC Ltd on the matters placed for their approval at the 20th AGM held on July 28 2017

Details	Ordinary/ Special	Res No	Mode of voting	TOTAL VOTES CAST		FAVOUR			AGAINST			VALID VOTES POLLED		Abstained Less/not voted/Invalid	
				No of Share holders	Total Shares	No of Share holders	Shares	% age	No of Share holders	Shares	% age	No of Share holders	shares	No Of Share Holders	Shares
Adoption of the audited financial statements (standalone and Consolidated) for the year ended 31, 2016 and the reports of the Board of Directors and Auditors thereon	Ordinary	1	Remote evoting	486	613811872	478	605480071	99.999	2	209	0.001	480	605480280	6	8331592
			Voting at AGM	19	412577703	18	412577701	100.000	1	2	0.000	19	412577703	0	0
			TOTAL	505	1026389575	496	1018057772	99.999	3	211	0.001	499	1018057983	6	8331592
To declare dividend on Equity Shares	Ordinary	2	Remote evoting	486	613811872	479	605828582	99.999	2	520	0.000	481	605829102	5	7982770
			Voting at AGM	19	412577703	18	412577701	100.000	1	2	0.000	19	412577703	0	0
			TOTAL	505	1026389575	497	1018406283	99.999	3	522	0.001	500	1018406805	5	7982770
To appoint a Director in place of Mr. Chintamani Bhagat, (DIN No. 07282200) who retires by rotation and being eligible offers himself for re-election	Ordinary	3	Remote evoting	486	613811872	469	600893072	99.211	8	4779495	0.789	477	605672567	9	8139305
			Voting at AGM	19	412577703	18	412577701	100.000	1	2	0.000	19	412577703	0	0
			TOTAL	505	1026389575	487	1013470773	99.531	9	4779497	0.469	496	1018250270	9	8139305
To appoint Auditors and fix their remuneration	Ordinary	4	Remote evoting	486	613811872	473	605505754	99.972	5	166813	0.028	478	605672567	8	8139305
			Voting at AGM	19	412577703	18	412577701	100.000	1	2	0.000	19	412577703	0	0
			TOTAL	505	1026389575	491	1018083455	99.984	6	166815	0.016	497	1018250270	8	8139305
Appointment of Mr. Manish Kumar (DIN 07379535) as a Nominee Director representing the Government of India	Ordinary	5	Remote evoting	486	613811872	466	600892866	99.211	10	4779585	0.789	476	605672451	10	8139421
			Voting at AGM	19	412577703	19	412577703	100.000	0	0	0.000	19	412577703	0	0
			TOTAL	505	1026389575	485	1013470569	99.531	10	4779585	0.469	495	1018250154	10	8139421
Appointment of Mr.Soumyajit (DIN 07698741) as a Nominee Director representing the Government of India	Ordinary	6	Remote evoting	486	613811872	466	600892896	99.211	10	4779555	0.789	476	605672451	10	8139421
			Voting at AGM	19	412577703	19	412577703	100.000	0	0	0.000	19	412577703	0	0
			TOTAL	505	1026389575	485	1013470599	99.531	10	4779555	0.469	495	1018250154	10	8139421

Company Secretaries BN & ASSOCIATES PCS No. 10440, Mumbai

				No of Share	Total Shares	No of Share	Shares	% age	No of Share	Shares	% age	No of Share	shares	No Of Share	Shares
Appointment of Mr. Sunil Kakar (DIN 03055561) as a Director of the Company	Ordinary	7	Remote evoting	486	613811872	465	592639308	97.823	14	13189673	2.177	479	605828981	7	7982891
			Voting at AGM	19	412577703	19	412577703	100.000	0	0	0.000	19	412577703	0	0
			TOTAL	505	1026389575	484	1005217011	98.705	14	13189673	1.295	498	1018406684	7	7982891
Appointment of Mr. Sunil Kakar (DIN 03055561) as Managing Director & CEO of the Company	Ordinary	8	Remote evoting	486	613811872	463	592409252	97.785	16	13419729	2.215	479	605828981	7	7982891
			Voting at AGM	19	412577703	19	412577703	100.000	0	0	0.000	19	412577703	0	0
			TOTAL	505	1026389575	482	1004986955	98.682	16	13419729	1.318	498	1018406684	7	7982891
Reappointment of Mr. S S Kohli (DIN 00169907) as an Independent Director of the Company	Special	9	Remote evoting	486	613811872	467	600753128	99.936	12	384969	0.064	479	601138097	7	12673775
			Voting at AGM	19	412577703	18	151177703	100.000	0	0	0.000	18	151177703	1	261400000
			TOTAL	505	1026389575	485	751930831	99.949	12	384969	0.051	497	752315800	8	274073775
Reappointment of Ms. Marianne Okland (DIN 03581266) as an Independent Director of the Company.	Special	10	Remote evoting	486	613811872	472	605827328	99.999	8	1769	0.001	480	605829097	6	7982775
			Voting at AGM	19	412577703	19	412577703	100.000	0	0	0.000	19	412577703	0	0
			TOTAL	505	1026389575	491	1018405031	99.999	8	1769	0.001	499	1018406800	6	7982775
Offer and Issue of Non Convertible Securities through Private Placement	Special	11	Remote evoting	486	613811872	463	604842036	99.837	17	986861	0.163	480	605828897	6	7982975
			Voting at AGM	19	412577703	18	412577701	100.000	1	2	0.000	19	412577703	0	0
			TOTAL	505	1026389575	481	1017419737	99.903	18	986863	0.097	499	1018406600	6	7982975

Note. Voting at AGM was done through physical ballots

Company Secretaries * BN & ASSOCIATES * PCS No. 10440, Mumbai

	IDFC LIMITED
Date of the AGM/EGM	28-07-2017
Total number of shareholders on record date	459204
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	0
Public:	1586
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1							
Resolution required: (Ordinary/ Special)	ORDINARY - To receive, consider and adopt: a. the audited financial statements of the Company for the financial year ended March 31, 2017 and the Reports of the Board of Directors and the Auditors thereon; and b. the audited consolidated financial statements of the Company for the financial year ended March 31, 2017 and the Report of the Auditors thereon.							
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
Promoter and Promoter Group	E-Voting	0	0	0.0000	00	0	0.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		0	0	0	0	0	0
Public- Institutions	E-Voting	1117757098	531555342	47.5555	531555342	0	100.0000	0.0000
	Poll		412545989	36.9084	412545989	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		944101331	84.4639	944101331	0	100	0
Public- Non Institutions	E-Voting	478197468	73924938	15.4591	73924729	209	99.9997	0.0002
	Poll		31714	0.0066	31712	2	99.9936	0.0063
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		73956652	15.4657	73956441	211	99.9997	0.0003
	Total	1595954566	1018057983	63.7899	1018057772	211	99.9999	0.0001

Resolution No.	2							
Resolution required: (Ordinary/ Special)	ORDINARY - To declare dividend on equity shares of the company							
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
Promoter and Promoter Group	E-Voting	0	0	0.0000	00	0	0.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		0	0	0	0	0	0
Public- Institutions	E-Voting	1117757098	531904124	47.5867	531904124	0	100.0000	0.0000
	Poll		412545989	36.9084	412545989	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		944450113	84.4951	944450113	0	100	0
Public- Non Institutions	E-Voting	478197468	73924978	15.4591	73924458	520	99.9992	0.0007
	Poll		31714	0.0066	31712	2	99.9936	0.0063
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		73956692	15.4657	73956170	522	99.9993	0.0007
	Total	1595954566	1018406805	63.8118	1018406283	522	99.9999	0.0001

IDFC LIMITED MUMBAI

Resolution No.	3							
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a director in place of Mr. Chintamani Bhagat (DIN: 07282200), who retires by rotation and being eligible, offers himself for reappointment							
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
Promoter and Promoter Group	E-Voting	0	0	0.0000	00	0	0.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		0	0	0	0	0	0
Public- Institutions	E-Voting	1117757098	531904124	47.5867	527125988	4778136	99.1016	0.8983
	Poll		412545989	36.9084	412545989	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		944450113	84.4951	939671977	4778136	99.4941	0.5059
Public- Non Institutions	E-Voting	478197468	73768443	15.4264	73767084	1359	99.9981	0.0018
	Poll		31714	0.0066	31712	2	99.9936	0.0063
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		73800157	15.433	73798796	1361	99.9982	0.0018
	Total	1595954566	1018250270	63.8020	1013470773	4779497	99.5306	0.4694

Resolution No.	4							
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint Auditors and to fix their remuneration.							
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
Promoter and Promoter Group	E-Voting	0	0	0.0000	00	0	0.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		0	0	0	0	0	0
Public- Institutions	E-Voting	1117757098	531904124	47.5867	531738020	166104	99.9687	0.0312
	Poll		412545989	36.9084	412545989	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		944450113	84.4951	944284009	166104	99.9824	0.0176
Public- Non Institutions	E-Voting	478197468	73768443	15.4264	73767734	709	99.9990	0.0009
	Poll		31714	0.0066	31712	2	99.9936	0.0063
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		73800157	15.433	73799446	711	99.999	0.001
	Total	1595954566	1018250270	63.8020	1018083455	166815	99.9836	0.0164

IDFC LIMITED MUMBAI

Resolution No.	5							
Resolution required: (Ordinary/ Special)	ORDINARY- Appointment of Mr. Manish Kumar (DIN: 07379535) as a Nominee Director representing Government of India							
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
Promoter and Promoter Group	E-Voting	0	0	0.0000	00	0	0.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		0	0	0	0	0	0
Public- Institutions	E-Voting	1117757098	531904124	47.5867	527125988	4778136	99.1016	0.8983
	Poll		412545989	36.9084	412545989	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		944450113	84.4951	939671977	4778136	99.4941	0.5059
Public- Non Institutions	E-Voting	478197468	73768327	15.4263	73766878	1449	99.9980	0.0019
	Poll		31714	0.0066	31714	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		73800041	15.4329	73798592	1449	99.998	0.002
	Total	1595954566	1018250154	63.8020	1013470569	4779585	99.5306	0.4694

Resolution No.	6							
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Mr. Soumyajit Ghosh (DIN: 07698741) as a Nominee Director representing Government of India							
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
Promoter and Promoter Group	E-Voting	0	0	0.0000	00	0	0.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		0	0	0	0	0	0
Public- Institutions	E-Voting	1117757098	531904124	47.5867	527125988	4778136	99.1016	0.8983
	Poll		412545989	36.9084	412545989	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		944450113	84.4951	939671977	4778136	99.4941	0.5059
Public- Non Institutions	E-Voting	478197468	73768327	15.4263	73766908	1419	99.9980	0.0019
	Poll		31714	0.0066	31714	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		73800041	15.4329	73798622	1419	99.9981	0.0019
	Total	1595954566	1018250154	63.8020	1013470599	4779555	99.5306	0.4694

IDFC LIMITED MUMBAI

Resolution No.	7							
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Mr. Sunil Kakar (DIN: 03055561) as a Director of the Company							
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
Promoter and Promoter Group	E-Voting	0	0	0.0000	00	0	0.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		0	0	0	0	0	0
Public- Institutions	E-Voting	1117757098	531904124	47.5867	518715810	13188314	97.5205	2.4794
	Poll		412545989	36.9084	412545989	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		944450113	84.4951	931261799	13188314	98.6036	1.3964
Public- Non Institutions	E-Voting	478197468	73924857	15.4591	73923498	1359	99.9981	0.0018
	Poll		31714	0.0066	31714	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		73956571	15.4657	73955212	1359	99.9982	0.0018
	Total	1595954566	1018406684	63.8118	1005217011	13189673	98.7049	1.2951

Resolution No.	8							
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Mr. Sunil Kakar (DIN: 03055561) as Managing Director & CEO							
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
Promoter and Promoter Group	E-Voting	0	0	0.0000	00	0	0.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		0	0	0	0	0	0
Public- Institutions	E-Voting	1117757098	531904124	47.5867	518486074	13418050	97.4773	2.5226
	Poll		412545989	36.9084	412545989	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		944450113	84.4951	931032063	13418050	98.5793	1.4207
Public- Non Institutions	E-Voting	478197468	73924857	15.4591	73923178	1679	99.9977	0.0022
	Poll		31714	0.0066	31714	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		73956571	15.4657	73954892	1679	99.9977	0.0023
	Total	1595954566	1018406684	63.8118	1004986955	13419729	98.6823	1.3177

IDFC LIMITED
MUMBAI

Resolution No.	9							
Resolution required: (Ordinary/ Special)	SPECIAL - Reappointment of Mr. S. S. Kohli (DIN: 00169907) as an Independent Director of the Company							
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
Promoter and Promoter Group	E-Voting	0	0	0.0000	00	0	0.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		0	0	0	0	0	0
Public- Institutions	E-Voting	1117757098	527218124	47.1675	526835324	382800	99.9273	0.0726
	Poll		151145989	13.5223	151145989	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		678364113	60.6898	677981313	382800	99.9436	0.0564
Public- Non Institutions	E-Voting	478197468	73919973	15.4580	73917804	2169	99.9970	0.0029
	Poll		31714	0.0066	31714	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		73951687	15.4646	73949518	2169	99.9971	0.0029
	Total	1595954566	752315800	47.1389	751930831	384969	99.9488	0.0512

Resolution No.	10							
Resolution required: (Ordinary/ Special)	SPECIAL - Reappointment of Ms. Marianne Økland (DIN: 03581266) as an Independent Director of the Company							
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
Promoter and Promoter Group	E-Voting	0	0	0.0000	00	0	0.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		0	0	0	0	0	0
Public- Institutions	E-Voting	1117757098	531904124	47.5867	531904124	0	100.0000	0.0000
	Poll		412545989	36.9084	412545989	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		944450113	84.4951	944450113	0	100	0
Public- Non Institutions	E-Voting	478197468	73924973	15.4591	73923204	1769	99.9976	0.0023
	Poll		31714	0.0066	31714	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		73956687	15.4657	73954918	1769	99.9976	0.0024
	Total	1595954566	1018406800	63.8118	1018405031	1769	99.9998	0.0002

Resolution No.	11							
Resolution required: (Ordinary/ Special)	SPECIAL - Offer and Issue of Non-Convertible Securities through Private Placement							
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
Promoter and Promoter Group	E-Voting	0	0	0.0000	00	0	0.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		0	0	0	0	0	0
Public- Institutions	E-Voting	1117757098	531904124	47.5867	530919549	984575	99.8148	0.1851
	Poll		412545989	36.9084	412545989	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		944450113	84.4951	943465538	984575	99.8958	0.1042
Public- Non Institutions	E-Voting	478197468	73924773	15.4590	73922487	2286	99.9969	0.0030
	Poll		31714	0.0066	31712	2	99.9936	0.0063
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		73956487	15.4656	73954199	2288	99.9969	0.0031
	Total	1595954566	1018406800	63.8118	1017419737	986863	99.9031	0.0969

IDFC LIMITED MUMBAI