LIC HFL
LIC HOUSING FINANCE LTD

Ref:LICHFL/CS./PostalBallot-Result Inti/AOA-2016 08/03/2016

National Stock Exchange of India Ltd.,
Exchange Plaza, 5th Floor,
Plot No. C/1, G Block, Bandra-Kurla Complex,
Bandra (E), Mumbai – 400 051.

Scrip ID : LICHSGFIN EQ

Dear Sirs,

Sub : **Intimation of results of Postal Ballot as required under SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015**

We refer to our Postal Ballot Notice dated 16th January, 2016 for seeking approval of the shareholders on Adoption of New Set of Articles of Association. The Company had appointed Mr. P S Gupchup as the Scrutinizer for conducting the postal ballot and e-voting process in a fair and transparent manner.

The voting period commenced at 10.00 a.m. on 3rd February, 2016 and ended on 3rd March, 2016 at 05.00 p.m. Post the closing of the said voting period, the scrutinizer had submitted his Report on the results of the postal ballot to the Chairman / Company Secretary of the Company on 5th March, 2016.

Based on the Scrutinizer's Report we enclose herewith the results of the Postal Ballot (including e-voting) in respect of the resolution contained in the Postal Ballot Notice dated 16th January, 2016 in the prescribed format along with the Scrutinizer's Report dated 5th March, 2016 for your reference.

We would be publishing the results of the Postal Ballot and E-voting in newspapers on 09.03.2016.

Kindly take the same on record.

Thanking you,

Yours faithfully,
For LIC Housing Finance Limited

V. T. Roy

General Manager (Taxation) &
Company Secretary
Encl. : a/a.

P. S. GUPCHUP
M.Com., LL.B., ACS
Practising Company Secretary

Scrutinizer's Report

[Pursuant to Sections 108 & 110 of the Companies Act, 2013 and Rule 20 and Rule 22, respectively of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

The Chairman/Company Secretary
LIC HOUSING FINANCE LTD.
Registered Office: Bombay Life Building,
2nd Floor, 45/47, Veer Nariman Road,
Mumbai - 400 001.

1. I, P. S. Gupchup, Practising Company Secretary (CP No. 9900), Mumbai was appointed as the Scrutinizer by the Board of Directors of LIC HOUSING FINANCE LTD. at its meeting held on 16th January, 2016 for scrutinizing the Postal Ballot process, including E-Voting, in a fair and transparent manner for the purpose of passing the Special Resolution for adoption of new set of Articles of Association, under Section 14 of the Companies Act, 2013 as contained in notice of the Postal Ballot dated 16th January, 2016 (the notice).

The Management of the Company is responsible to ensure the compliance with requirements of the Companies Act, 2013 and Rules relating to Postal Ballot and E-Voting. My responsibility as a Scrutinizer for the Postal Ballot process is restricted to conduct Postal Ballot in a fair and transparent manner and to make a report of votes cast "for (assent)" or "against (dissent)" the resolution stated in the notice.

2. I have given my consent to act as Scrutinizer vide my consent letter dated 16th January,2016.

3. The Company has extended e-voting facility to the shareholders who have registered their e-mail address with the Depositories, through Central Depository Services (India) Limited (CDSL).

4. The Company has completed the dispatch of Postal Ballot notice on 28th January, 2016 to total 164487 members whose names appeared in the Register of Members/List of beneficial ownership maintained by the depositories as on 22nd January, 2016 by speed post/registered post and through email as under :

a) To 66849 members by posting the same by speed post/ registered post along with Postal Ballot form and self- addressed postage prepaid envelope (including 10044 members whose e-mails bounced). Out of the above 260 number of envelopes were returned undelivered.

b) To 107682 members by emailing the same to their registered email address. Out of which 10044 e-mails bounced back.

P. S. GUPCHUP CP 9900 MUMBAI ACS 4631 Company Secretary

5. The Company has published an advertisement on 1st February, 2016 in Business Standard (English) and Sakal (Marathi), Mumbai which provided the required information as specified in the rules.

6. The voting period began on Wednesday, 3rd February, 2016 (10.00 a.m.) and ended on Thursday, 3rd March, 2016 (05.00 p.m.) and all Postal Ballot forms & e-votes received up to 05.00 p.m. on 3rd March, 2016 were considered for scrutiny.

7. The votes for e-voting process were unblocked on 3rd March, 2016 after 05.00 p.m. in the presence of two witnesses who are not in the employment of the company and scrutinized by using the scrutinizer's login on CDSL e-voting website.

8. The postal ballot forms were kept under my safe custody before commencing the scrutiny of such postal ballot forms to ensure that no person would deface or destroy the ballot papers or declare the identity of the shareholders.

9. The postal ballot forms were duly scrutinized and the share holding were matched/confirmed with the register of members of the Company/list of beneficiaries as on 22nd January, 2016.

10. Particulars of all the postal ballot forms & e-votes received from the members have been entered in the register separately maintained for the purpose.

11. The combined result of Postal Ballot through e-voting and postal ballot forms in respect of resolution is as under:

Resolution 1 : ADOPTION OF NEW SET OF ARTICLES OF ASSOCIATION

Out of total 436 Postal Ballot forms received, 43 Postal Ballot forms comprising of 9,712 votes were considered invalid on account of i) signature difference or ii) option of either assent (for) or dissent (against) not exercised. No votes cast through e-voting were found to be invalid.

Date of Declaration of results of Postal Ballot (on or before)	08th March, 2016
Total number of shareholders on cut- off date (record date)	164487
No. of Shareholders voted : Postal Ballot- 436 E-voting - 523	959
Promoter(s) and Promoter Group	1
Public	958

P. S. GUPCHUP CP 9900 MUMBAI ACS 4631 Company Secretary

No. of shareholders present in the meeting either in person or through proxy: Promoter and Promoter Group - Public -	 Not Applicable Not Applicable
No. of shareholders attended the meeting through Video Conferencing : Promoter and Promoter Group - Public -	 Not Applicable Not Applicable

Resolution required : (Ordinary/Special)				Special				
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	203442495	203442495	100.00	203442495	0.00	100.00	0.00
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot		0.00	0.00	0.00	0.00	0.00	0.00
	Total		**203442495**	**100.00**	**203442495**	0.00	100.00	0.00
Public Institutions	E-Voting	217881771	131587527	60.394	125859183	5728344	95.647	4.353
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot		300000	0.138	300000	0.00	100	0.00
	Total		**131887527**	**60.532**	**126159183**	**5728344**	**95.657**	**4.343**
Public-Non Institutions	E-Voting	83338734	21223034	25.466	20522769	700265	96.700	3.300
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot		212673	0.255	209973	2700	98.730	1.270
	Total		**21435707**	**25.721**	**20732742**	**702965**	**96.721**	**3.279**
Total		**504663000**	**356765729**	**70.694**	**350334420**	**6431309**	**98.197**	**1.803**

P.S. GUPCHUP
CP 9900
MUMBAI
ACS 4631
Company Secretary

12. Based on the above results, the Special Resolution proposed at Item No.1 of the notice may be deemed to have been passed with requisite majority on 3rd March, 2016.

13. Accordingly the results of Postal Ballot may be declared.

14. I will hand over the Postal Ballot Forms and other relevant papers/registers and records for safe custody of Mr. Nitin Jage, Company Secretary, after declaration of results on or before 8th March, 2016 and signing of minutes by the Chairman.

Place : Mumbai

Date : 5th March, 2016

P.S.GUPCHUP
Practising Company Secretary
ACS 4631 CP No. 9900

