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THE MOTOR & GENERAL FINANCE LIMITED

M.G.F. House

Regd. & H.O. : 4/17-B, ASAF ALI ROAD, NEW DELHI - 110 002

DLI:CS:NSE:11

May 20,2011

The Secretary,
National Stock Exchange of India Limited,
Exchange Plaza, 5th Floor,
Plot No.C/1, G Block,
Bandra Kurla Complex,
Bandra(E)
Mumbai-400051

Dear Sir, Re: Results of Postal Ballot on the Special Resolution(s) as specified
in the Notice dated 28th March,2011

We invite reference to our letter No.DLI:CS:BSE:11 dated 15th April,2011 regarding the captioned subject.

Pursuant to Section 192A of the Companies Act,1956 read with the Companies(Passing of Resolution through Postal Ballot)Rules,2001, consent of the members was obtained by means of voting by Postal Ballot in respect of the Resolutions regarding reappointment of Chairman & Managing Director/Joint Managing Director and Whole Time Director u/s 198,269,309,310 and 314 and also to authorize the Board of Directors to make Loans/Investments and to give Guarantees under Section 372A of the Companies Act,1956.

Sh. Dinesh Agnani, Advocate, Agnani & Associates Advocates, Scrutinizer submitted his report dated 19th May,2011 to the Whole Time Director duly authorized by the Chairman & Managing Director of the Company and the results were declared by the Whole Time Director at the Company's Registered Office today, the 20th May,2011 at 4.P.M.

The summarized results of the Postal Ballots are as under:-

Particulars	Resolutions
Total Postal Ballots Received	193
Less: Invalid Postal Ballots	9
Valid Postal Ballots	184
Total valid Votes Polled(Shares of Rs.10/-each)	11286479
Votes in favour of the Resolutions(Shares of Rs.10/-each)	11280624
Votes against the Resolutions(Shares of Rs.10/-each)	1760
Percentage of Votes in favour to total valid Votes Polled	99.95%

In view of the above results, the Special Resolutions under Section 192A of the Companies Act,1956 have been passed with requisite majority.

Thanking you,
Yours faithfully
For THE MOTOR & GENERAL FINANCE LTD


(M.K.MADAN)
VICE PRESIDENT & COMPANY SECRETARY