LIC HFL
LIC HOUSING FINANCE LTD

Ref:LICHFL/CS./PostalBallot-Result Inti/AOA-Sebi-2018 09/03/2018

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 Regulation 30 and 44(3) of SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015**

We refer to our Postal Ballot Notice dated 25th January, 2018 for seeking approval of the shareholders on amendment in the Articles of Association of the Company as required by SEBI Circular No.CIR/IMD/DF-1/67/2017 dated 30th June, 2017. The Company had appointed Shri N. L. Bhatia (FCS, 1176, COP.422), Managing Partner, M/s. N. L. Bhatia & Associates, Practicing Company Secretaries (UIN:P1996MH055800) 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 7th February, 2018 and ended on 9th March, 2018 at 05.00 p.m. (both days inclusive). After 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 9th March, 2018.

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 25th January, 2018 in the prescribed format along with the Scrutinizer's Report dated 9th March, 2018 for your reference.

Kindly take the same on record.

Thanking you,

Yours faithfully,
For LIC Housing Finance Limited

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

LIC HOUSING FINANCE LTD. CORPORATE OFFICE MUMBAI

CIN No. : L65922MH1989PLC052257

Corporate Office : LIC Housing Finance Ltd., 131 Maker Tower "F" Premises, 13th Floor, Cuffe Parade, Mumbai 400 005
Tel :+ 91 22 2217 8600 Fax:+91 22 2217 8777 Email :lichousing@lichousing.com

Registered Office: LIC Housing Finance Ltd. Bombay Life Bldg., 2nd flr., 45/47, Veer Nariman Rd, Fort, Mumbai - 400 001.
Tel: +91 22 2204 9682 /9799 /0006 Fax: +91 22 2204 9682. E-mail: lichousing@lichousing.com

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Disclosure as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations,2015

1	Date of Postal Ballot (Date of Declaration of Results of Postal Ballot)	Friday, 09th March, 2018
2	Last date of receipt of postal ballot forms / e-voting	Friday, 09th March, 2018
3	Total number of shareholders as on Cut-off date for ascertaining the list of shareholders to whom the notice of Postal Ballot was sent and also for reckoning voting rights. (i.e. Cut-Off date for Benpos-Beneficiary Position).	Equity Shareholders: 210369 as on cut-off date i.e. Saturday, 27th January, 2018
4	No. of shareholders present in the meeting either in person or through proxy:	Not Applicable
	Promoters and Promoter Group:	
	Public:	
5	No. of Shareholders who attended the meeting through Video Conferencing:	Not Applicable
	Promoters and Promoter Group:	
	Public:	

RESOLUTION - 1

Resolution required: (Ordinary/ Special)			Special					
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
		1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter group	E-voting	203442495	203442495	100.00	203442495	0	100.000	0.000
	Poll	203442495	0	0.00	0	0	0.000	0.000
	Postal Ballot	203442495	0	0.00	0	0	0.000	0.000
	Total	**203442495**	**203442495**	**100.00**	**203442495**	**0**	**100.000**	**0.000**
Public Institutions	E-voting	41315390	19528621	47.27	19528621	0	100.000	0.000
	Poll	41315390	0	0.00	0	0	0.000	0.000
	Postal Ballot	41315390	0	0.00	0	0	0.000	0.000
	Total	**41315390**	**19528621**	**47.27**	**19528621**	**0**	**100.000**	**0.000**
Public Non-Institutions	E-voting	259905115	149787597	57.63	149781355	6242	100.000	0.000
	Poll	259905115	0	0.00	0	0	0.000	0.000
	Postal Ballot	259905115	297353	0.11	291568	5785	98.050	1.950
	Total	**259905115**	**150084950**	**57.75**	**150072923**	**12027**	**99.990**	**0.010**
Total		**504663000**	**373056066**	**73.92**	**373044039**	**12027**	**99.997**	**0.003**

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Tel: +91 22 2204 9682 /9799 /0006 Fax: +91 22 2204 9682. E-mail: lichousing@lichousing.com

N L BHATIA & ASSOCIATES
PRACTISING COMPANY SECRETARIES

Tel. : 91-022-2510 0718
Tel. : 91-022-2510 0698
E-mail : navnitlb@hotmail.com
brupadhyay@hotmail.com
Website : www.nlba.in

SCRUTINIZER'S REPORT

[Pursuant to Section 108 and 110 of the Companies Act, 2013 and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Regulation44 of the Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015]

To,
Chairman,
LIC HOUSING FINANCE LTD,
Bombay Life Building,
2nd Floor, 45 / 47,
Veer Nariman Road,
Mumbai - 400001

Dear Sir,

1. We, M/s **N L Bhatia& Associates**, Practicing Company Secretaries (UIN: P1996MH055800) of Mumbai have been appointed as the Scrutinizer by the Board of **LIC HOUSING FINANCE LTD** (the Company) at its meeting held on January 25th, 2018 for scrutinizing the Postal Ballot process (including e-voting) for passing the following resolution:

   Special Business:

   AMENDMENT IN THE ARTICLES OF ASSOCIATION OF THE COMPANY AS REQUIRED BY SEBI CIRCULAR NO.CIR/IMD/DF-1/67/2017 DATED 30TH JUNE, 2017:

   To consider and, if thought fit, to pass the following Resolution as a Special Resolution for amendment in the Articles of Association of the Company:

   "RESOLVED THAT, pursuant to provisions of Section 14 and other applicable provisions, if any, of the Companies Act, 2013, read with Rules prescribed thereunder (including any statutory modifications or re-enactments thereof for the time being in force),consent of the members of the Company be and is hereby accorded to amend the Articles of Association of the Company by inserting new Article No.9A after Article No.9 under the heading **"Sub division, consolidation and cancellation of securities"**.



Address : 507, Skyline Wealth Space, 5th Floor, C2 Wing, Skyline Oasis Complex, Premier Road, Near Vidyavihar Station, Ghatkopar (W), Mumbai - 400 086.

"New Art: The Company may have power to consolidate or reissue securities including debentures, bonds or any debt instrument issued and /or to be issued from time to time, upon such terms and conditions and in such manner and for such consideration as the Company may find beneficial, pursuant to and in terms of the provisions of Regulations 20A of the SEBI (Issue and Listing of Debt Securities) Regulations, 2008 as may be amended from time to time".

RESOLVED FURTHER THAT Mr. Nitin K. Jage, General Manager (Taxation) & Company Secretary be and is hereby authorised to do all such acts, deeds and things as may be required to give effect to the above resolution."

2. I have given my consent to act as Scrutinizer vide letter dated December 15, 2017. At the meeting of the Board of the Company, and Mr. Nitin Jage, Company Secretary was made responsible for the entire postal ballot process and was authorized to do all things and to take all incidental and necessary steps smooth conduct of the entire process relating to the voting by Postal Ballot including e-voting.

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

4. The votes cast by the shareholders through the e-voting facility were scrutinized by verifying it using the scrutinizer's login on the CDSL e-voting Website after the close of e-voting period i.e. 5:00 P.M. IST on March 09, 2018.

5. The postal ballot forms were kept under my safe custody before commencing the scrutiny of such postal ballot forms.

6. Scrutiny of ballots commenced on February 20, 2018 in my presence and continued till March 09, 2018.

7. The postal ballot forms were duly opened in the presence of my representatives and scrutinized and the share holdings were matched/confirmed with the register of members of the Company/ list of beneficiaries as on January 27, 2018.

8. Particulars of all the postal ballot forms received from the members have been entered in the register.

9. All postal ballot forms received before the close of the working hours and e-voting cast up to 5.00 P.M. IST on March 09, 2018, the last date and time fixed by the Company for receipt of votes were considered for my scrutiny.

10. Envelopes containing postal ballot forms received thereafter were not considered.

11. I have not found any defaced or mutilated ballot paper.

12. With reference to the above I submit my report as under:

The Company completed on January 31st, 2018 dispatch to the members of the Company, whose names were appearing on the register of members or list of beneficiaries as supplied by the depositories as on January 27, 2018, the postal ballot along with Notice dated January 25, 2018("the said Notice") containing the text of the resolution and Explanatory Statement and self addressed prepaid business reply envelope by courier or registered/ speed post.

The Company's issued, subscribed and paid up equity capital is as under:

Particulars	Amount
50,46,63,000 Equity shares of Rs 2/- each	Rs.1,00,93,26,000/-

The result of the scrutiny is as under:

RESOLUTION

Votes cast:

	Number of Members present and voting	Number of Votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	1267	373044039	99.99
(ii) Voted against the resolution	24	12027	0.01

Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
	109	29186

N. L. BHATIA & ASSOCIATES CS

13. In view of the above scrutiny, I hereby certify that all the Resolution have been passed with requisite majority.

14. I have today handed over the Postal Ballot forms and other relevant papers/ register and records for safe custody of Mr. Nitin Jage – Company Secretary who is authorized by the Board to supervise the Postal Ballot process.

You may accordingly declare the result of voting by Postal Ballot.

For M/s N.L. Bhatia & Associates
Practicing Company Secretaries
UIN: P1996MH055800



N.L.Bhatia
Managing Partner
Scrutinizer
CP No.: 422
FCS No: 1176

Place: Mumbai
Date: March 09, 2018