

RHFL/SE/21/2018-19

September 25, 2018

National Stock Exchange of India Limited,
Exchange Plaza,
Bandra Kurla Complex, Bandra (E)
Mumbai-400 051

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001

Kind Attn: Listing Department

Dear Sir,

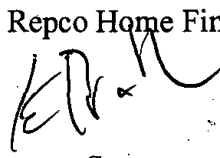
Sub: Proceedings of the 18th Annual General Meeting pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

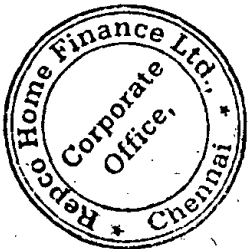
In terms of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the Proceedings of the 18th Annual General Meeting of the Members of the Company held on Tuesday, September 25, 2018 at Bharatiya Vidya Bhavan (Bhavan's Dr.Preetha Reddy Auditorium-Main Hall) # 18, 20, East Mada Street, Mylapore , Chennai-600004.

Thanking You,

Yours Faithfully,

For Repco Home Finance Limited


Company Secretary
Encl: As above



**PROCEEDINGS OF THE 18th ANNUAL GENERAL MEETING OF THE COMPANY
HELD ON SEPTEMBER 25, 2018 AT 11 AM AT BHARATIYA VIDYA BHAVAN
(BHAVAN'S DR. PREETHA REDDY AUDITORIUM - MAIN HALL) 18, 20, EAST
MADA STREET, MYLAPORE, CHENNAI 600 004**

The meeting commenced at 11 A.M.

Directors Present:

Shri.T.S.KrishnaMurthy	Chairman
Shri.R.Varadarajan	Managing Director
Shri.Dinesh Ponraj Oliver	Director
Shri.K.Sridhar	Director & Chairman of the Audit Committee
Shri.G.R.Sundaravadivel	Director & Chairman of Nomination & Remuneration Committee
Shri.V.Nadanasabapathy	Director
Shri.L.Munishwar Ganesan	Director

In Attendance:

Shri.K. Prabhu	Company Secretary
Shri.T.Karunakaran	Chief Financial Officer
Shri.Rajeevkumar Agarwal	Statutory Auditor (M/s.Batliboi Associates LLP)
Shri.G.Ramachandran	Practicing Company Secretary, Secretarial Auditor & Scrutinizer (E-voting & Poll)

Members present:

356 Members attended the meeting in person or by proxy

Shri.T.S.KrishnaMurthy, Chairman of the Board of Directors who by virtue of Article 64 of the Articles of Association of the Company is also the Chairman of the General Meetings of the Company took the Chair and presided over the meeting.

The Chairman noted that 356 members were present in person or by proxy. The requisite quorum being present pursuant to section 103 of the Companies Act, 2013, he declared the meeting to be in order. The Chairman welcomed the members to the meeting.

The Chairman informed the members that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company extended the e-voting facility of M/s. Central Depository Services (India) Limited ("CDSL") to all the members of the Company who were holding Equity Shares as on the cut-off date of September 18, 2018 in respect of businesses transacted at this Annual General Meeting. He further informed that the e-voting commenced at 9.00 A.M. on September 22, 2018 and ended at 5.00 P.M on September 24, 2018. Shri.G.Ramachandran Practicing Company Secretary was appointed as the Scrutinizer for the e-voting and poll process.

The Chairman stated that the Register of Proxies and Register of Directors' Shareholdings are available for inspection of the members.



The Chairman informed that as per Companies Act 2013 read with the applicable rules thereunder, the resolutions shall not be passed by show of hands as the Company has provided the e-voting facility. The Chairman further informed that, the Company has arranged for a venue voting on all the 6 resolutions, to those shareholders who have not exercised e-voting facility. He stated that the venue voting will be taken up on all the resolutions as mentioned in the AGM notice, after responding to the queries of the members.

With permission of the Members, Notice convening the Annual General Meeting, Audited Financial Statements and Directors 'Report thereto were taken as read.

The Chairman stated that there were no qualifications, comments or observations in the Auditors' Report and with the permission of the members, the Auditors' Report were taken as read.

The Managing Director responded to various queries from the shareholders including the Company preferring to plough back profits for future growth in lieu of higher dividend payout, scheduling the annual general meeting in advance going forward, measures taken by the Company to curb delinquencies including by way of SARFAESI proceedings resulting in increased legal expenses and austerity measures taken to curb expenditure.

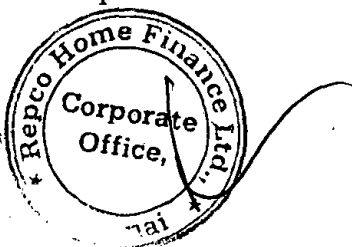
The Chairman stated in response to a query by a shareholder that Smt.Isabella, Director was unable to attend the annual general meeting due to an official pre-occupation

Thereafter, the Chairman ordered the venue voting on the ordinary and special businesses set out in Items 1 to 6 of the notice convening the Annual General Meeting.

The Chairman requested all the members, who have not voted through e-voting mechanism, to participate in venue voting and cast their votes in proportion of their shares of the Paid-up Capital of the Company as on the cut-off date of September 18, 2018. He also requested Shri.G.Ramachandran, Scrutinizer to conduct the venue voting in an orderly manner.

The following business was transacted at the meeting:

1. Adoption of accounts
2. Declaration of dividend
3. Re-appointment of Smt. R.S. Isabella
4. Appointment of Shri. Dinesh Ponraj Oliver, I.A.S as a Director liable to retire by rotation
5. Appointment of Shri. K. Sridhar as an Independent Director of the Company
6. Offer or invite subscription for Non-Convertible Debentures (NCD) and Commercial Paper (CP) aggregating to Rs. 4000 Crore and Rs.1000 Crore respectively on private placement



The Chairman informed the members that the combined results of e-voting and venue voting would be declared within 48 hours. He further said that the combined results along with the scrutinizer's report will be intimated to the Stock Exchanges (BSE and NSE) and the same will be posted on the Company's website.

As there was no other business to be transacted the Chairman declared the meeting as closed at 11.40 A.M.

For Repco Home Finance Limited


Company Secretary

