

RHFL/SE/49/2016-17

September 23, 2016

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

Sir,

Sub: Voting Results of the 16th Annual General Meeting pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

We enclosed herewith the Voting Results in respect of the resolutions as set out in the Notice convening the 16th Annual General Meeting of the Company, pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

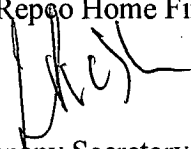
Pursuant to Section 108 of the Companies Act, 2013, we also enclose the Consolidated report issued by Ms. G.Ramachandran & Associates, Companies Secretaries, the Scrutinizer for e-voting and poll at the 16th Annual General Meeting.

The results are also being hosted on the Company's website (www.repcohome.com).

This is submitted for your kind information and records.

Thanking You,

Yours Faithfully,
For Repco Home Finance Limited


Company Secretary
Encl: As above



Disclosure of Voting Results in respect of the 16th Annual General Meeting of Repco Home Finance Limited

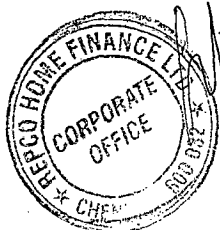
Date of the AGM	22 September 2016
Total number of shareholders on record date (Voting Cut-off date- 15 September 2016)	16468
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	1 189
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public	Not Applicable

Agenda- wise disclosure:

Item No.1 – Adoption of Audited Financial Statements of the Company for the Financial Year ended March 31, 2016

Resolution required (Ordinary/Special)	Ordinary
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	23230606	23230606	100	23230606	0	100	0
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		23230606	100	23230606	0	100	0

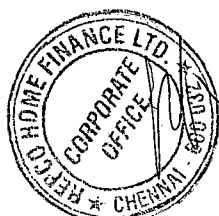


Public – Institutional holders	E-Voting	30940543	24365138	78.75	24365138	0	100	0
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		24365138	78.75	24365138	0	100	0
Public-Non Institutions Total	E-Voting	8381258	2586	0.03	2581	5	99.81	0.19
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		2586	0.03	2581	5	99.81	0.19
Total		62552407	47598330	76.09	47598325	5	100	0.00

Item No.2 – Declaration of dividend

Resolution required (Ordinary/Special)	Ordinary
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	23230606	23230606	100	23230606	0	100	0
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		23230606	100	23230606	0	100	0
Public – Institutional holders	E-Voting	30940543	24420444	78.93	24420444	0	100	0
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		24420444	78.93	24420444	0	100	0

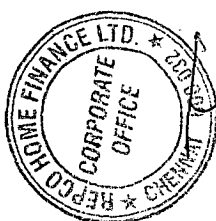


Public-Non Institutions Total	E-Voting	8381258	2586	0.03	2581	5	99.81	0.19
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		2586	0.03	2581	5	99.81	0.19
Total		62552407	47653636	76.18	47653631	5	100.00	0.00

Item No.3 – Re-appointment of Smt.Sanjeevane Kuty

Resolution required (Ordinary/Special)	Ordinary
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	23230606	23230606	100	23230606	0	100	0
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		23230606	100	23230606	0	100	0
Public – Institutional holders	E-Voting	30940543	21942179	70.92	11256322	10685857	51.3	48.7
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		21942179	70.92	11256322	10685857	51.3	48.7
Public-Non Institutions Total	E-Voting	8381258	2586	0.03	2581	5	99.81	0.19
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		2586	0.03	2581	5	99.81	0.19
Total		62552407	45175371	72.22	34489509	10685862	76.35	23.65



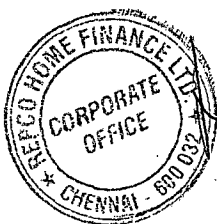
Item No.4 – Appointment of Auditors

Resolution required (Ordinary/Special)	Ordinary
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	23230606	23230606	100	23230606	0	100	0
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		23230606	100	23230606	0	100	0
Public – Institutional holders	E-Voting	30940543	24420444	78.93	19719999	4700445	80.75	19.25
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		24420444	78.93	19719999	4700445	80.75	19.25
Public-Non Institutions Total	E-Voting	8381258	2586	0.03	2581	5	99.81	0.19
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		2586	0.03	2581	5	99.81	0.19
Total		62552407	47653636	76.18	42953186	4700450	90.14	9.86

Item No.5 – Offer or invite subscription for Non-Convertible Debentures (NCD) and Commercial Paper (CP) aggregating to Rs. 2,000 Crore and Rs.500 Crore respectively on private placement

Resolution required (Ordinary/Special)	Special
Whether promoter/ promoter group are interested in the agenda/resolution?	No

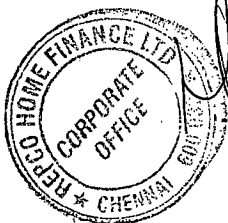


Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	23230606	23230606	100	23230606	0	100	0
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		23230606	100	23230606	0	100	0
Public – Institutional holders	E-Voting	30940543	24420444	78.93	22702931	1717513	92.97	7.03
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		24420444	78.93	22702931	1717513	92.97	7.03
Public-Non Institutions Total	E-Voting	8381258	2586	0.03	2581	5	99.81	0.19
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		2586	0.03	2581	5	99.81	0.19
Total		62552407	47653636	76.18	45936118	1717518	96.40	3.60

Item No.6 – RHFL ESOP Scheme 2016

Resolution required (Ordinary/Special)	Special
Whether promoter/ promoter group are interested in the agenda/resolution?	No

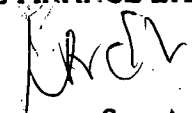
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and	E-Voting	23230606	23230606	100	23230606	0	100	0

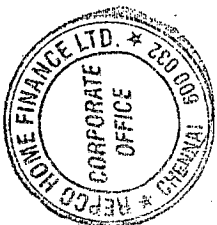


Promoter Group	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		23230606	100	23230606	0	100	0
Public – Institutional holders	E-Voting	30940543	24224619	78.29	14402889	9821730	59.46	40.54
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		24224619	78.29	14402889	9821730	59.46	40.54
Public-Non Institutions Total	E-Voting	8381258	2586	0.03	2581	5	99.81	0.19
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		2586	0.03	2581	5	99.81	0.19
Total		62552407	47457811	75.87	37636076	9821735	79.30	20.70

All the resolutions have been approved by the Members with the requisite majority.

For REPCO HOME FINANCE LTD.


Company Secretary





G RAMACHANDRAN & ASSOCIATES
COMPANY SECRETARIES

SCRUTINIZER'S REPORT

To,

The Chairman

M/s. Repco Home Finance Limited

CIN # L65922TN2000PLC044655.

'Repco Tower', No.33 North Usman Road,

T. Nagar, Chennai - 600017

Sir,

Sub: Scrutinizer's Report (Combined) on e-voting and Poll on the agenda items transacted at the Sixteenth Annual General Meeting (AGM) of the Company held on Thursday, 22nd September 2016 at 11.00 A.M. at Sri Dakshinamurthy Auditorium, PS Higher Sec School, No.215, Ramakrishna Mutt Road, Mylapore, Chennai - 600004.

We, M/s. G RAMACHANDRAN & ASSOCIATES, Company Secretaries, having office at F-10 Syndicate Residency, No. 3, Dr. Thomas First Street, Off South Boag Road, T.Nagar, Chennai - 600017 have been appointed as a scrutinizer by the Board of Directors of M/s. Repco Home Finance Limited ("**the Company**") for the purpose of scrutinizing the e-voting and poll process on the below mentioned resolutions at the Sixteenth Annual General Meeting held on Thursday, 22nd September 2016 at 11.00 A.M. at Sri Dakshinamurthy Auditorium, PS Higher Sec School, No.215, Ramakrishna Mutt Road, Mylapore, Chennai - 600004 hereby submit my report as under:



Page 1 of 6

a.	Pursuant to Section 101, 109, 108 of the Act and 3(1) of Rule 20 of the Companies (Management & Administration) Rules, 2014, the notice convening the meeting including Statement under Section 102 of the Act have been dispatched to all the members of the Company through electronic means (wherever email ids were available) on 26 th August, 2016 and to the other shareholders by registered post on the 26 th August, 2016 and subsequently, the Notice, convening was also placed on the website of the Company and that of the agency, i.e Karvy Computer Share Private Limited (Karvy). The members of the Company were given an option to vote electronically on e-voting platform, provided by the Karvy Computer Share Private Limited.
b.	The Public Advertisement with respect to dispatch of notices and conducting of voting through electronic means was published in "Mint" an English newspaper on 27 th August 2016 and "The Hindu-Tamil" a vernacular newspaper on 27 th August 2016.
c.	The e-voting period commenced on 19 th September 2016 at 09.00 A.M. and ended on 21 st September 2016 at 5.00 P.M. Immediately after the cutoff time, the e-voting facility was blocked for remote e-voting.
d.	Accordingly, the electronic votes cast were taken into account up to the end of this voting period. On 22 nd September 2016 at 11.23 A.M., i.e. immediately after the conclusion of the Poll Process at the AGM, the remote e-voting system was unblocked in the presence of 2 (Two) witnesses, the Karvy's portal was blocked for voting.
e.	The votes cast were unblocked in the presence of two witnesses on 22 nd September 2016.
f.	A register has been maintained electronically to record the assent or dissent, received, mentioning particulars of name, address, folio number or client ID of the shareholders, number of shares held by them, nominal value of such shares. As there were no shares with differential voting rights, the question of maintaining the list of shares with differential voting rights did not arise.
g.	The Corporate members who had participated in the e-voting had provided the scanned copy of the resolution.

At the Annual General Meeting, held at the Scheduled time, date and venue, the Chairman announced a poll, as per the provisions of Companies Act, 2013 and SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.



As per Companies (Management & Administration) Rules, 2014 of Companies Act, 2013 the polling papers in Form MGT-12 were distributed to the Shareholders who were present at the Annual General Meeting and who have not voted through remote e-voting.

- a. After the time fixed for closing of the poll by the chairman, 1 (one) ballot box kept for polling was locked in our presence with due identification marks placed by us.
- b. The locked ballot box was subsequently opened in our presence. None of the shareholders exercised their right to cast their vote through polling paper.

The resolutions for which this Annual General Meeting of the Shareholders was held were as follows:

S. No	Resolutions	Nature of Resolution
1.	To receive, consider and adopt the Financial statements of the company for the financial year ended March 31, 2016, and the Reports of the Board of Directors and Statutory Auditors thereon with the report of Directors and Auditors thereon.	Ordinary
2.	To declare dividend on equity shares of the company for the financial year ended March 31, 2016.	Ordinary
3.	Re-appointment of Smt. Sanjeevane Kuty, I.A.S. (DIN 01818009) as a Director of the company	Ordinary
4.	To appoint M/s. R. Subramaniam and Company, Chartered Accountants, Chennai as Statutory Auditors of the Company.	Ordinary
5.	Offer or invite subscription for Non-Convertible Debentures (NCDs) and Commercial Paper (CP) aggregating to Rs.2,000 Crore and Rs.500 Crore respectively on private placement.	Special
6.	Approval for RHFL ESOP Scheme 2016	Special



As requested by the management we submit herewith our combined report results of remote e-voting together with that of the Poll as under:

The polling pattern is here as under

Resolution	Mode	Ballots received	Total Shares
1	ELEC	171	4,76,53,636
	PHYL	0	0
	TOTAL	171	4,76,53,636
2	ELEC	171	4,76,53,636
	PHYL	0	0
	TOTAL	171	4,76,53,636
3	ELEC	171	4,76,53,636
	PHYL	0	0
	TOTAL	171	4,76,53,636
4	ELEC	171	4,76,53,636
	PHYL	0	0
	TOTAL	171	4,76,53,636
5	ELEC	171	4,76,53,636
	PHYL	0	0
	TOTAL	171	4,76,53,636
6	ELEC	171	4,76,53,636
	PHYL	0	0
	TOTAL	171	4,76,53,636

Item No.	No. of Ballots received		No. of ballots abstained or invalid		No of valid ballots	
	No of Ballots	No of Shares	No of Ballots	No of Shares	No of Ballots	No of Shares
1	171	4,76,53,636	4	55,306	168	4,75,98,330
2	171	4,76,53,636	0	0	172	4,76,53,636
3	171	4,76,53,636	28	24,78,265	144	4,51,75,371
4	171	4,76,53,636	0	0	171	4,76,53,636
5	171	4,76,53,636	0	0	172	4,76,53,636
6	171	4,76,53,636	4	1,95,825	168	4,74,57,811



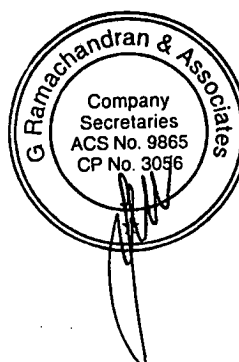
A. In terms of Number of Ballots:

Item No. in Notice	No. of Members who cast their votes by E- Voting & Poll				
	Votes in Favour	Votes Against	Total Valid Votes	Votes abstained	Total Votes polled
Item No. 1	167	1	168	4	171
Item No. 2	171	1	172	0	171
Item No. 3	88	56	144	28	171
Item No. 4	124	48	171	0	171
Item No. 5	158	14	172	0	171
Item No. 6	109	59	168	4	171

Note: A Shareholder holding 15 Shares has voted 10 shares in favour and 5 shares against, on all the Resolutions. Therefore, the count of the overall ballots received is less by 1(ONE).

B. In terms of Number of Shares:

Item No. in Notice	Number of Votes in Favour (in number of shares)	Number of Votes Against (in number of shares)	Total Valid Votes (in number of shares)	Assent %	Dissent %	Passed as Ordinary / Special Resolution
Item No. 1	4,75,98,325	5	4,75,98,330	99.99%	Negligible	Passed As an Ordinary Resolution
Item No. 2	4,76,53,631	5	4,76,53,636	99.99%	Negligible	Passed As an Ordinary Resolution
Item No. 3	3,44,89,509	1,06,85,862	4,51,75,371	76.35%	23.65%	Passed As an Ordinary Resolution
Item No. 4	4,29,53,186	47,00,450	4,76,53,636	90.14%	9.86%	Passed As an Ordinary Resolution
Item No. 5	4,59,36,118	17,17,518	4,76,53,636	96.40%	3.60%	Passed As a Special Resolution
Item No. 6	3,76,36,076	98,21,735	4,74,57,811	79.30%	20.70%	Passed As a Special Resolution



4. Details of Abstained votes in e-Voting:

Item No. in Notice	Total No. of Members in person who had abstained from voting	No. of shares held	Reason for abstained from voting in Poll
Item No. 1	4	55,306	Neither exercised "For" nor "Against" in any of the Resolutions.
Item No. 3	28	24,78,265	Neither exercised "For" nor "Against" in any of the Resolutions.
Item No. 6	4	1,95,825	Neither exercised "For" nor "Against" in any of the Resolutions.

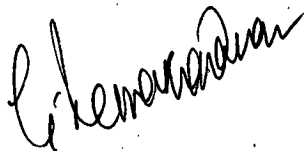
5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared Invalid for each resolution is enclosed.
6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.

Thanking you

Yours Faithfully

For **G RAMACHANDRAN & ASSOCIATES**

Company Secretaries

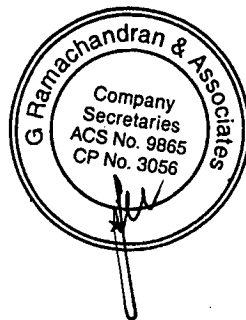


G. RAMACHANDRAN

Proprietor

Scrutinizer

ACS No.9865 CoP. No.3056



Date: 23rd September 2016

Place: Chennai