

RHFL/SE/12/2018-19

July 12, 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: Voting Results of the Postal Ballot pursuant to Clause 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

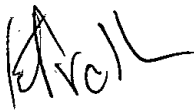
Ref: Our letter Ref No. RHFL/SE/09/2018-2019 dated June 8, 2018

The Company had conducted the Postal Ballot/ E-voting process seeking the members' approval for the resolution pertaining to Approval for Related Party Transactions with Repco Bank.

The voting period commenced on 11 June 2018 at 10.00 Hrs (IST) and ended on 10 July 2018 at 17.00 Hrs (IST). Post the closing of the voting period, the Scrutinizer submitted his report on the Postal Ballot/ E-voting process on 12 July 2018. Based on the Scrutinizer's report it is hereby submitted that the resolution as set out in the Postal Ballot Notice dated 23 May 2018 has been duly passed with the requisite majority. The result of the Postal Ballot along with the Scrutinizer's report is enclosed herewith 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 Postal Ballot of Repco Home Finance Limited

1. Date of Postal ballot notice: 23 May 2018
2. Total number of shareholders on record date : 29937
(Cut-off date for E-voting/Postal ballot - 25 May 2018)
3. No. of shareholders present in the meeting either in person or through proxy: Not applicable
4. No. of Shareholders attended the meeting through Video Conferencing: Not applicable
5. Date of commencement of E-voting/Postal ballot: 11 June 2018
6. Date of conclusion of E-voting/Postal ballot: 10 July 2018
7. No. of Shareholders voted through E-voting/Postal ballot: 223
8. Agenda- wise disclosure:

Item No (i) - Approval for Related Party Transactions with Repco Bank

Resolution required (Ordinary/Special)	Ordinary
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes

Category	No. of shares held (1)	Mode of Voting	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	23230606	E-Voting	0	0	0	0	0	0
		Postal Ballot	0	0	0	0	0	0
		Total	0	0	0	0	0	0
Public – Institutional holders	30688092	E-Voting	22331424	72.77	20659040	1672384	92.51	7.49
		Postal Ballot	0	0	0	0	0	0
		Total	22331424	72.77	20659040	1672384	92.51	7.49
Public-Non Institutions	8642664	E-Voting	58251	0.67	57344	907	98.44	1.56
		Postal Ballot	1976	0.02	1900	76	96.15	3.85
		Total	60227	0.69	59244	983	98.37	1.63
Total	62561362	Grand Total	22391651	35.79	20718284	1673367	92.53	7.47

For REPCO HOME FINANCE LTD.

 COMPANY SECRETARY



G RAMACHANDRAN & ASSOCIATES
COMPANY SECRETARIES

Report of Scrutinizer

[Pursuant to rule Section 110 of the Companies Act, 2013 and Rule 22 of the Companies (Management and Administration) Rules, 2014]

To,

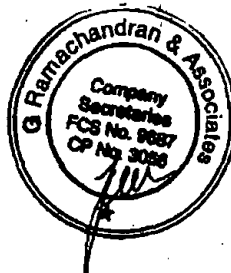
Chairman
REPCO Home Finance Limited
CIN# L65922TN2000PLC044655
'REPCO TOWER'
No. 33 North Usman Road,
T.Nagar,
Chennai – 600017

Sub: Postal Ballot under Section 110 of the Companies Act, 2013 and Rules made thereunder.

Sir,

I, G Ramachandran of 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, was appointed as the scrutinizer by the Board of Directors of M/s. REPCO Home Finance Limited ("the Company") for the purpose of the Postal Ballot (including e-voting) which concluded at 5.00 PM on Tuesday the 10th July 2018 on the following resolutions:

S. No.	Section / Listing Agreement	Resolutions	Nature of Resolution
1	Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements)	Approval for Related Party Transactions with REPCO Bank	Ordinary



We submit our Report here under:

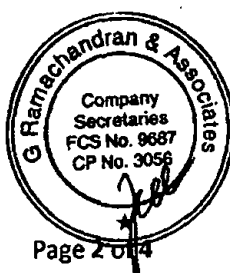
a.	Pursuant to Section 110 of the Companies Act, 2013 ("the Act") and Rule 22 of the Companies (Management & Administration) Rules, 2014, the notice, ballot papers and other relevant papers including Statement under Section 102 of the Act have been dispatched to all the members of the Company through electronic means (wherever email ids were available) and to the other shareholders by registered post on the 8 th June 2018 and subsequently, the Notice, convening was also placed on the website of the Company and that of the agency, i.e., Karvy Computershare Private Limited (Karvy). The members of the Company were given an option to vote electronically on e-voting platform, provided by the Karvy Computershare Private Limited or by postal ballot.
b.	The Public Advertisement with respect to dispatch of notices and conducting of Postal Ballot including e-voting through electronic means was published in "Mint" an English newspaper on 9 th June 2018 and "the Hindu" (in Tamil publication)" a vernacular newspaper on 9 th June 2018.
c.	The Postal Ballot / e-voting period commenced at 10.00 A.M. on 11 th June 2018 and ended at 5.00 P.M. on 10 th July 2018. Immediately after the cutoff time, the e-voting facility was blocked at 5.00 P.M. All the shareholders voted through e-voting facility. 54 postal ballots were received aggregating to 2,679 Equity Shares.
d.	The Corporate members who had participated in the e-voting had provided the scanned copy of the resolution.
e.	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.

The Polling pattern is here under:

Resolution	Mode	Ballots received	Total Shares
1	ELEC	169	2,37,12,122
	PHYL	54	2,679
	TOTAL	223	2,37,14,801

Total Votes		Total Abstained Votes		Total Invalid Votes		Total Valid Votes	
Ballots	Shares	Ballots	Shares	Ballots	Shares	Ballots	Shares
223	2,37,14,801	4	13,22,447	8	703	211	2,23,91,651

Entire 4 ballots aggregating to 13,22,447 Equity Shares who abstained from voting exercised through electronic voting.



Entire 8 Ballots aggregating to 703 Equity Shares Invalid Votes is exercised through postal ballot.

The result of the Poll is as under:

A. In terms of Number of Ballots:

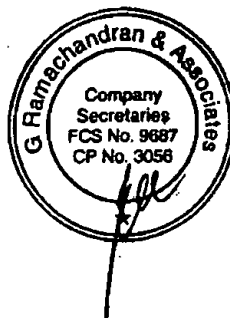
Item No. in Notice	Category of voting	No. of Members who cast their votes by E- Voting & Postal Ballot		Total Valid Votes
		Votes in Favour	Votes Against	
Item No. 1	Electronic	123	42	167
	Physical	44	2	44
	TOTAL	167	44	211

B. In terms of Number of Shares:

Item No. in Notice	Category of voting	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	Electronic	2,07,16,384	16,73,291	2,23,89,675	92.53		Passed as an Ordinary Resolution
	Physical	1,900	76	1,976			
	TOTAL	2,07,18,284	16,73,367	2,23,91,651			

1. An analysis of Abstained / Invalid Votes is hereunder:

Resolution	Mode of voting	Reasons	No. of ballots	No. of shares
1	Electronic	Abstained	4	13,22,447
	Physical	Invalid	8	703
	Total Abstained / Invalid Votes		12	13,23,150

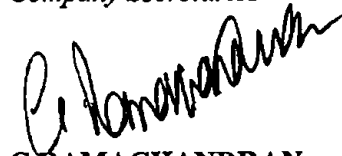


2. Out of 8 invalid physical ballots, 2 were rejected due to signature mismatch and 6 were rejected due to non-exercising of voting.
3. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR" "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

All other relevant records were sealed and handed over to the Company Secretary for safe keeping.

Thanking You,

Yours Faithfully,
For **G Ramachandran & Associates**
Company Secretaries



G RAMACHANDRAN
Proprietor
FCS 9687 CoP 3056



Place: Chennai
Date: 12th July 2018.