

RHFL/NSE/77/2015-16

March 22, 2016

The Listing Department
National Stock Exchange of India Limited,
Exchange Plaza,
BandraKurla Complex,
Mumbai-400 051

Sir,

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

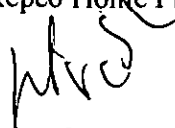
Ref: Our letter Ref No. RHFL/NSE/69/2015-16 dated February 08, 2016

The Company had conducted the Postal Ballot/ E-voting process seeking the member's approval for related party transactions with Repco Bank, the Promoter of the Company, pursuant to Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The voting period commenced on February 21, 2016 and ended on March 21, 2016. Post the closing of the voting period, the Scrutinizer submitted his report on the Postal Ballot/ E-voting process on March 22, 2016. Based on the Scrutinizer's report it is hereby submitted that the resolution as set out in the Postal Ballot Notice dated February 08, 2016 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: 08 February 2016
2. Total number of shareholders on record date : 17157
(Cut-off date for E-voting/Postal ballot - 12 February 2016)
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: 21 February 2016
6. Date of conclusion of E-voting/Postal ballot: 21 March 2016
7. No. of Shareholders voted through E-voting/Postal ballot: 163

8. Agenda- wise disclosure:

Item No (i) - Approval for Related Party Transactions

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	30060529	E-Voting	23544131	78.32	16192022	7352109	68.77	31.22
		Postal Ballot	0	0	0	0	0	0
		Total	23544131	78.32	16192022	7352109	68.77	31.22
Public-Non Institutions Total	9234297	E-Voting	6153	0.07	6069	84	98.63	1.37
		Postal Ballot	0	0	0	0	0	0
		Total	6153	0.07	6069	84	98.63	1.37
Total	62525432	Grand Total	23550284	37.67	16198091	7352193	68.78	31.22

For REPCO HOME FINANCE LTD.

Company Secretary



G RAMACHANDRAN & ASSOCIATES

COMPANY SECRETARIES

Report of Scrutinizer (s)

[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.

Dear 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 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 Monday the 21st March 2016 on the following resolutions:

S. No.	Section / Listing Agreement	Resolutions	Nature of Resolution
1	Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements)	Approval for Related Party Transactions	Ordinary



We submit our Report here under:

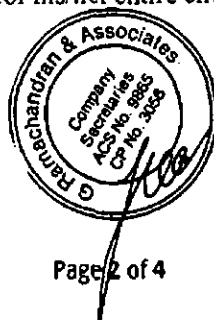
a.	Pursuant to Section 110 of the Companies Act, 2013 ("the Act") and Rule 22 of the Companies (Management & Administration) Rules, 2014, the notice, ballot papers and other relevant papers including Statement under Section 102 of the Act have been dispatched to all the members of the Company through electronic means (wherever email ids were available) and to the other shareholders by registered post on the 19 th February 2016 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.
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 20 th February 2016 and "The Hindu" (in Tamil publication)" a vernacular newspaper on 20 th February 2016.
c.	The Postal Ballot / e-voting period commenced at 9.00 A.M. on 21 st February 2016 at and ended at 5.00 P.M. on 21 st March 2016 Immediately after the cutoff time, the e-voting facility was blocked at 5.10 P.M. There was not physical postal ballot received. All the shareholders voted through e-voting facility.
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	Favour		Against	
				Ballots	Votes	Ballots	Votes
1	ELEC	163	2,35,50,297	120	1,61,98,091	43	73,52,193
	PHYL	NIL	NIL	NIL	NIL	NIL	NIL
	TOTAL	163	2,35,50,297	120	1,61,98,091	43	73,52,193

Resolution	Mode	Less Voted*	
		Ballots	Votes
1	ELEC	1	13
	PHYL	NIL	NIL
	TOTAL	1	13

*One shareholder did not vote for his/her entire entitlement of shares.



1. The result of the Poll is as under:

A. In terms of Number of Ballots:

Item No. in Notice	No. of Members who cast their votes by E- Voting & Postal Ballot		Total Valid Votes
	Votes in Favour	Votes Against	
Item No. 1	120	43	163

B. In terms of Number of Shares:

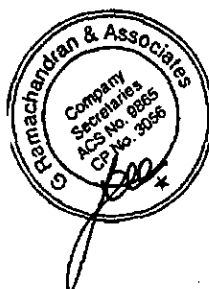
Item No. in Notice	Number of Votes in Favour (in number of shares)	Number of Votes Against (in number of shares)	Total Valid Votes (in number of shares)	Assent %	Dissent %	Passed as Ordinary / Special Resolution
Item No. 1	1,61,98,091	73,52,193	2,35,50,284	68.78	31.22	Passed As a Ordinary Resolution

2. An analysis of Invalid / Less Voted is hereunder:

Resolution	Mode of voting	Reasons	No. of shares
1	Electronic	Less voted	13
	Physical	N.A.	NIL
	Total	Less voted	13

3. All the voting was in electronic form. There was no physical postal ballot received.

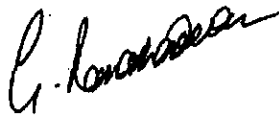
4. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR" "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.



5. There was no physical postal ballot received, but 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
ACS 9865 CoP 3056



Place: Chennai
Date: 22nd March 2016.