

हाउसिंग एण्ड अर्बन डेवलपमेंट कॉर्पोरेशन लिमिटेड, (भारत सरकार का उपक्रम), कोर 7ए, हडको भवन, भारत पर्यावास केन्द्र, लोधी रोड, नई दिल्ली - 110003
दूरभाष : 24648160 फैक्स : 011-24625308 Visit us at : www.hudco.org सीआईएन : U74899DL1970GOI005276

Housing & Urban Development Corporation Ltd., (A Govt. of India Enterprise), Core-7A, HUDCO Bhawan, India Habitat Centre, Lodhi Road, New Delhi-110003
Tel.: 24648160 Fax : 011-24625308 Visit us at : www.hudco.org CIN : U74899DL1970GOI005276

आई.एस.ओ. 9001 : 2008 प्रमाणित कम्पनी

AN ISO 9001 : 2008 CERTIFIED COMPANY

29th September, 2017

The Secretary
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001
Scrip Code- 540530

The Secretary
National Stock Exchange of India Ltd.
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex, Bandra (E)
Mumbai – 400051
Scrip Code- HUDCO

Sub: Voting Results of 47th AGM of the Company held on 28th September, 2017

Sir,

Pursuant to Regulation 44(3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 we are enclosing herewith voting results (in specified format) in respect of items of business transacted at the 47th AGM of the Company held on 28th September, 2017 at 10:30 a.m. at Sirifort Auditorium, August Kranti Marg, New Delhi-110049, along with the Scrutinizers Report.

This is for your information and record.

Thanking you

Yours faithfully

For **Housing and Urban Development Corporation Ltd**


Harish Kumar Sharma
Company Secretary

Encl. As above



हडको - 1970 से सुदृढ़ भारत का निर्माण।
HUDCO - Strengthening India Since 1970.

E-VOTING AND TAB VOTING COMBINED REPORT

Housing and Urban Development Corporation Limited AGM 2017

Date of the AGM: 28 th Sep 2017

Total number of shareholders on record date: '271541' No. of Shares: '2001900000'

No. of Shareholders present in the meeting either in person or through proxy:

Promoters and Promoter Group :

Public : 2 No. of Shares: 616799500

1333 No. of Shares: 597350

Detail of the Agenda:

Promoter/Public

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	(8)=[(6)/(7)]*100

1. Adoption of Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended 31st March, 2017, along with Director's Ordinary Business

Promoter and Promoter Group	E-Voting	1797840553	100.0000	1797840553	0	100.0000	0.0000
	Tab	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)	0	0.0000	0	0	0.0000	0.0000
Public – Institutional holders	Total	1797841253	100.0000	1797840553	0	100.0000	0.0000
	E-Voting	22461722	37.4400	22461722	0	100.0000	0.0000
	Tab	0	0.0000	0	0	0.0000	0.0000
Public-Others	Postal Ballot (if applicable)	59998557	0.0000	0	0	0.0000	0.0000
	Total	59998557	0.0000	0	0	0.0000	0.0000
	E-Voting	22461722	37.4400	22461722	0	100.0000	0.0000
Public-Others	Tab	4544044	3.1500	4522419	21625	99.5200	0.4800
	Postal Ballot (if applicable)	144060190	0.0600	82428	0	100.0000	0.0000
	Total	144060190	0.0000	0	0	0.0000	0.0000
Total		2001900000	91.1598	1824928747	21625	99.9988	0.0011



2. Confirmation of payment of interim dividend and declaration of final dividend for the financial year 2016-17.										
Ordinary Business										
Promoter and Promoter Group	E-Voting			1797840553	100.0000	1797840553				
	Tab			0	0.0000	0			0	100.0000
	Postal Ballot (if applicable)	1797841253							0	0.0000
	Total									0.0000
Public – Institutional holders	E-Voting	1797841253		1797840553	100.0000	1797840553			0	0.0000
	Tab			23226302	38.7100	23226302			0	100.0000
	Postal Ballot (if applicable)	59998557		0	0.0000	0			0	0.0000
	Total									0.0000
Public-Others	E-Voting	59998557		0	0.0000	0			0	0.0000
	Tab			23226302	38.7100	23226302			0	100.0000
	Postal Ballot (if applicable)	144060190		4546169	3.1600	4541569		4600	99.9000	0.1000
	Total			82428	0.0600	82428		0	100.0000	0.0000
3. Reappointment of Shri Nandlal Manjoka (DIN - 06560566), Director (Corporate Planning), who retires by rotation.										
Ordinary Business										
Promoter and Promoter Group	E-Voting			1797840553	100.0000	1797840553			0	100.0000
	Tab			0	0.0000	0			0	0.0000
	Postal Ballot (if applicable)	1797841253								0.0000
	Total									0.0000
Public – Institutional holders	E-Voting	1797841253		1797840553	100.0000	1797840553			0	0.0000
	Tab			23226302	38.7100	23226302			0	100.0000
	Postal Ballot (if applicable)	59998557		0	0.0000	0			0	0.0000
	Total									0.0000
Public-Others	E-Voting	59998557		0	0.0000	0			0	0.0000
	Tab			23226302	38.7100	23226302			0	100.0000
	Postal Ballot (if applicable)	144060190		4543799	3.1500	4534642		9157	99.8000	0.2000
	Total			82428	0.0600	82428		0	100.0000	0.0000
Total										
				4626227	3.2100	4617070		9157	99.8000	0.2000
				1825693082	91.1980	1825683925		9157	99.9994	0.0005



4. Fixation of remuneration of Statutory Auditors.

[illegible]

5. To borrow funds not exceeding Rs. 12,000 crore by way of issue of Bonds/ Debentures on Private Placement basis.		
--	--	--

[illegible]

6. To increase in borrowing limits to Rs. 60,000 crore.									
Special Business									
Promoter and Promoter Group	E-Voting								
	Tab								
	Postal Ballot (if applicable)								
	Total								
Public – Institutional holders	E-Voting								
	Tab								
	Postal Ballot (if applicable)								
	Total								
Public-Others	E-Voting								
	Tab								
	Postal Ballot (if applicable)								
	Total								
Total									



SCRUTINIZER'S REPORT

NAME OF THE COMPANY	HOUSING AND URBAN DEVELOPMENT CORPORATION LIMITED
MEETING	47 th Annual General Meeting
DATE & TIME	Thursday, 28 th September, 2017 at 10:30 a.m.
VENUE	Sirifort Auditorium, August Kranti Marg, New Delhi - 110049

1. Appointment as Scrutinizer :

I was appointed as the Scrutinizer for the remote e- voting as well as the electronic Voting (Insta poll) conducted at the 47th Annual General Meeting (AGM) of **HOUSING AND URBAN DEVELOPMENT CORPORATION LIMITED** (hereinafter referred to as "the Company") held on the Thursday, 28th September, 2017 at 10:30 a.m. at **Sirifort Auditorium, August Kranti Marg, New Delhi - 110049**.

2. Dispatch of Notice convening the meeting:

The Company has informed that, on the basis of the Register of the Members and the list of Beneficial Owners made available by the depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), the Company completed dispatch of the Notice of the AGM as under:

- On 28th August 2017 by e-mail to 2,17,122 Members who had registered their e-mail -ids with the Company/Depositories.
- On 31st August 2017 by Registered Parcel to 54,509 Members in physical form.

3. Cut- off Date

The voting rights were reckoned as on Thursday, 21st September 2017, being the Cut- off date for the purpose of deciding the entitlements of members for the remote e-voting and voting at the AGM.

4. Remote e-Voting:

4.1 Agency:

The Company had appointed National Securities Depository Limited (NSDL) as the Agency for providing the remote e- voting platform.

4.2 Remote e-Voting:

Remote e-Voting platform was open from **Monday 25th September, 2017 at 9:00 a.m. (IST) and ended on Wednesday, 27th September, 2017 at 5:00 p.m. (IST)** and members were required to cast their votes electronically conveying their assent or dissent in respect of the Ordinary/Special Resolutions, on the e-voting platform provided by National Securities Depository Limited (NSDL).



5. Voting at the AGM:

- 5.1 As prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Amendment Rules, 2015, for the purpose of ensuring that members who have cast their votes through remote e-voting do not vote again at the general meeting, the Scrutinizer shall have access after closure of period of remote e-voting and before the start of general meeting to only such details relating to members who have cast their votes through remote e-voting, such as their names, DP ID/Client ID, folios, number of shares held but not the manner in which they have voted.
- 5.2 Accordingly, National Securities Depository Limited (NSDL) provided us the names, DP ID/ Client ID, folio Numbers and shareholding of the members who had cast their votes through remote e-Voting.
- 5.3 National Securities Depository Limited (NSDL) provided e-Voting facility to the members who attended the AGM.

6. Counting process

- 6.1 On completion of voting at the meeting, National Securities Depository Limited (NSDL) provided me the list of members who had cast their votes, their holding details and details of vote cast on the resolution.
- 6.2 The votes were reconciled with the records maintained by the Company and M/s Alankit Assignments Limited (RTA) with respect to the authorizations/proxies lodged with the Company.
- 6.3 The Insta poll Voting device was opened before me in the presence of two witnesses who are not the employees of the Company.
- 6.4 The votes on remote e-voting were unblocked at around 11:57 a. m. after conclusion of voting at the AGM in the presence of two witnesses who are not the employees of the Company and the e-voting results/ list of equity shareholders who have voted for and against were downloaded from the e- voting website of NSDL (www.evoting.nsdl.com) and the same are being handed over to the Chairman & Managing Director.

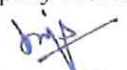
7. Results:

- 7.1 I observed that
 - a) 37 Members had cast their votes at the meeting through insta-poll.
 - b) 739 Members had cast their votes through remote e-voting.
- 7.2 The Consolidated Results with respect to each item on the agenda as set out in the Notice of the 47th AGM dated 25th August, 2017 is enclosed.
- 7.3 Based on the aforesaid results, I report that Four **Ordinary Resolutions** as contained in **Item No. 1 to 4** and Two **Special Resolutions** as contained in **Item No. 5 and 6** of the Notice dated 25th August, 2017 have been passed.

For Hemant Singh & Associates
(Company Secretaries)

Date: 29.09.2017
Place: New Delhi




Hemant Kumar Singh
Partner
M. No. 6033
C.P. No. 6370

Consolidated Results

a) Resolution-1: Ordinary Business-Ordinary Resolution

To receive, consider and adopt the Audited Financial Statements (Standalone & Consolidated) of the Company for the financial year ended 31st March, 2017, along with Directors' Report, Independent Auditors' Report and comments thereupon of the Comptroller and Auditor General of India.

(i) Voted in **favour** of the Resolution:

Mode of Voting	Number of Members voted	Number of vote cast by them	% of total number of valid votes cast
Remote e-voting	721	1824824694	
Voting by Insta poll	37	82428	
Total	758	1824907122	99.999

(ii) Voted **against** the Resolution:

Mode of Voting	Number of Members voted	Number of vote cast by them	% of total number of valid votes cast
Remote e-voting	8	21625	
Voting by Insta poll	0	0	
Total	8	21625	0.001

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid.	Total number of votes invalid
-	-

b) Resolution-2: Ordinary Business-Ordinary Resolution

To declare final dividend @ 0.5% (Rs. 0.05/- per equity shares) on the paid up equity share capital of the Company for the financial year ended 31st March, 2017 as recommended by the Board and to confirm the payment of interim dividend @ 5% (Rs. 0.50/- per equity shares) already paid in the month of March, 2017.

(i) Voted in **favour** of the resolution:

Mode of Voting	Number of Members voted	Number of vote cast by them	% of total number of valid votes cast
Remote e-voting	731	1825608424	
Voting by Insta poll	37	82428	
Total	768	1825690852	99.9997

(ii) Voted **against** the Resolution:

Mode of Voting	Number of Members voted	Number of vote cast by them	% of total number of valid votes cast
Remote e-voting	8	4600	
Voting by Insta poll	0	0	
Total	8	4600	0.0003

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes invalid
-	-



c) Resolution-3: Ordinary Business-Ordinary Resolution

To appoint a Director in place of Shri Nand Lal Manjoka (DIN-06560566), Director (Corporate Planning), who retires by rotation at this Annual General Meeting as Director (Corporate Planning) of the Company on the same terms and conditions as earlier approved by the President of India and is eligible for reappointment.

(i) Voted in favour of the resolution:

Mode of Voting	Number of Members voted	Number of vote cast by them	% of total number of valid votes cast
Remote e-voting	693	1825601497	
Voting by Insta poll	37	82428	
Total	730	1825683925	99.9995

(ii) Voted against the Resolution:

Mode of Voting	Number of Members voted	Number of vote cast by them	% of total number of valid votes cast
Remote e-voting	36	9157	
Voting by Insta poll	0	0	
Total	36	9157	0.0005

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes invalid
-	-

d) Resolution-4: Ordinary Business-Ordinary Resolution

To authorize the Board of Directors of the Company to fix the remuneration of the Statutory Auditors of the Company appointed by the Comptroller and Auditor General of India under section 139(5) of the Companies Act, 2013 for the financial year 2017-18.

(i) Voted in favour of the resolution:

Mode of Voting	Number of Members voted	Number of vote cast by them	% of total number of valid votes cast
Remote e-voting	709	1825606389	
Voting by Insta poll	36	77128	
Total	745	1825683517	99.9995

(ii) Voted against the Resolution:

Mode of Voting	Number of Members voted	Number of vote cast by them	% of total number of valid votes cast
Remote e-voting	21	4460	
Voting by Insta poll	1	5300	
Total	22	9760	0.0005

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes invalid
-	-



e) Resolution-5: Special Business-Special Resolution

To consider and if thought fit, to pass, with or without modification(s), the following resolution(s) as a Special Resolution(s):

"RESOLVED THAT in accordance with the provisions of Section 42 of the Companies Act, 2013 read together with Companies (Prospectus and Allotment of Securities) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof, for the time being in force), enabling notification(s), if any, Housing Finance Companies Issuance of Non-convertible debentures on private placement basis (NHB) Directions, 2014 (as amended) and any other guidelines issued by any other regulatory authority, as may be amended from time to time, consent of the Company be and is hereby accorded to raise funds upto a maximum of Rs. 12,000 crore (total amount borrowed and outstanding) during a period of one year from the date of this resolution (subject to the outstanding borrowings at any given point of time not exceeding the overall borrowing limit approved by the shareholders u/s 180(1)(c) of the Companies Act, 2013 through a special resolution) by way of issue of unsecured/ secured non-convertible bonds/ debentures (including tax-free bonds/ debentures and Capital Gain bonds/ debentures, if allocated) of the Company on private placement basis, in one or more tranches/ combinations and including the exercise of a green-shoe option (within the overall limit of Rs. 12,000 crore (total amount borrowed and outstanding), as stated above), if any, at such terms as may be determined under the guidelines as may be applicable, and on such terms and conditions as may be finalized by the Board or any duly constituted Committee of the Board or such other authority as may be approved by the Board.

RESOLVED FURTHER THAT for the purpose of giving effect to any Private Placement of unsecured/ secured non-convertible bonds/ debentures, the Board of Directors of the Company (the 'Board') or any duly constituted Committee of the Board or such other authority as may be approved by the Board be and is hereby authorized to determine the terms of the Issue, including the class of investors to whom the bonds/debentures are to be allotted, the number of bonds/debentures to be allotted in each tranche, issue price, tenor, interest rate, premium/ discount to the then prevailing market price, amount of issue, discount to issue price, listing, issuing any declaration/ undertaking, etc., required to be included in the Private Placement Offer Letter/ offer document and any other regulatory requirement for the time being in force.

RESOLVED FURTHER THAT the consent of the Company be and is hereby accorded under the provisions of Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014, to the Board of Directors of HUDCO to issue any other securities (both long term and short term) from time to time within the annual borrowing program of Rs. 12,000 crore (total amount borrowed and outstanding) for the financial year 2017-18 subject to the outstanding borrowings at any given point of time not exceeding the overall borrowing limit approved by the shareholders u/s 180(1)(c) of the Companies Act, 2013."

(i) Voted in favour of the resolution:

Mode of Voting	Number of Members voted	Number of vote cast by them	% of total number of valid votes cast
Remote e-voting	685	1825598376	
Voting by Insta poll	36	79028	
Total	721	1825677404	99.9992

(ii) Voted against the Resolution:

Mode of Voting	Number of Members voted	Number of vote cast by them	% of total number of valid votes cast
Remote e-voting	43	10381	
Voting by Insta poll	1	3400	
Total	44	13781	0.0008



(iii) **Invalid votes:**

Total number of members whose votes were declared invalid	Total number of votes invalid
-	-

f) Resolution-6: Special Business-Special Resolution

To consider and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

"RESOLVED THAT the consent of the Company be and is hereby accorded under the provisions of Section 180(1)(c) of the Companies Act, 2013, to the Board of Directors of HUDCO to borrow money from time to time to the extent it deems requisite for the purpose of the business (apart from temporary loans obtained in the ordinary course of business) notwithstanding that such borrowings may exceed the aggregate of the paid up capital and its free reserves (reserves not set apart for any specific purpose), provided however, that the total amount upto which money may be borrowed by the Corporation and outstanding at any one time shall not exceed Rs. 60,000 crore (Rupees Sixty Thousand Crore only)."

(i) **Voted in favour** of the resolution:

Mode of Voting	Number of Members voted	Number of vote cast by them	% of total number of valid votes cast
Remote e-voting	655	1825593223	
Voting by Insta poll	36	79028	
Total	691	1825672251	99.999

(ii) **Voted against** the Resolution:

Mode of Voting	Number of Members voted	Number of vote cast by them	% of total number of valid votes cast
Remote e-voting	78	18621	
Voting by Insta poll	0	0	
Total	78	18621	0.001

(iii) **Invalid votes:**

Total number of members whose votes were declared invalid	Total number of votes invalid
-	-

All electronic data and all relevant records of electronic voting will remain in my custody until the Chairman considers, approves and signs the minutes of the 47th Annual General Meeting and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.

For Hemant Singh & Associates
(Company Secretaries)



Hemant Kumar Singh
Partner
ICSI M. No. 6033
C.P. No. 6370

Date: 29.09.2017
Place: New Delhi

Dr. M. RAVI KANTH
CMD, HUDCO
Core 7A, India Habitat Centre
Lodhi Road, New Delhi-110 003