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CIN No. L70100MH1996PLC101379

Ref. No. HDIL/CSD/CH/2018-19/000403

September 29, 2018

The Manager
Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400 001

Scrip Code: 532873

The Manager
Listing Department
National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex, Bandra (E),
Mumbai – 400 051

Security Symbol: HDIL

Sub.: Scrutinizer's Report on Results of E-voting as required under Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements), Regulations, 2015

Dear Sir/ Madam,

We would like to inform you that the 22nd Annual General Meeting ("AGM") of Housing Development and Infrastructure Limited ("the Company") was held on Saturday, September 29, 2018, at Mumbai Cricket Association Recreation Centre (MCA) G – Block, Near Laxmi Tower, Bandra Kurla Complex, Bandra (East), Mumbai – 400 051. Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements), Regulations, 2015, please find enclosed the details of Voting Results of the Business transacted at the AGM of the Company in prescribed format.

All the Resolutions have been passed by the Member of the Company with requisite Majority.

We are also enclosing the Scrutinizer's Report dated September 29, 2018, on Consolidated e-voting.

Request you to take the same on records.

Thanking You,

Yours truly,

For Housing Development and Infrastructure Limited

8. n. Waden

Sarang Rakesh Wadhawan Vice Chairman & Managing Director

Encl: As above

	HOUSING DEVELOPMENT & INFRASTRUCTURE LTD
Date of the AGM/EGM	29-09-2018
Total number of shareholders on record date	263789
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	9
Public:	38
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable





Resolution No.	1	1						
Resolution required: (Ordinary/ Special)	ORDINARY - Ado	ORDINARY - Adoption of Audited Financial Statements						
Whether promoter/ promoter group are							WE TEN	
interested in the agenda/resolution?	No 10 10 10 10 10 10 10 10 10 10 10 10 10				I SAME THE REAL PROPERTY AND ADDRESS OF THE PARTY AND ADDRESS OF THE PA			
				% of Votes Polled on outstanding			% of Votes in favour on votes	% of Votes against on votes
		No. of shares	No. of votes	shares	No. of Votes - in	No. of Votes -	polled	polled
Category	Mode of Voting	held (1)	polled (2)	(3)=[(2)/(1)]* 100	favour (4)	against (5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	E-Voting		139,192,151	87.90	139,192,151	0	100.0000	0.000
	Poll	158,351,266	15,159,115	9.57	15,159,115	0	100.0000	0.000
	Postal Ballot (if	150,551,200						
Promoter and Promoter Group	applicable)		0	0.00	0	0	0.0000	0.000
	Total	加州	154,351,266	97.47	154,351,266	0	100.0000	0.000
	E-Voting		54,552,273	81.76	32,782,861	21,769,412	60.0943	39.905
	Poll	66,719,124	0	0.00	0	0	0.0000	0.000
	Postal Ballot (if	00,713,124						
Public- Institutions	applicable)		0	0.00	0	0	0.0000	0.000
	Total	经验的证明的	54,552,273	81.76	32,782,861	21,769,412	60.0944	39.905
	E-Voting		3,204,956	1.53	3,162,385	42,571	98.6717	1.328
	Poll	208,933,596	31,924	0.02	31,924	0	100.0000	0.000
	Postal Ballot (if	200,555,550						
Public- Non Institutions	applicable)		0	0.00	0	0	0.0000	0.000
	Total	SHEET STREET	3,236,880	1.55	3,194,309	42,571	98.6848	1.315
	Total	434,003,986	212,140,419	48.88	190,328,436	21,811,983	89.7181	10.281





Resolution No.	2							
Resolution required: (Ordinary/ Special)	ORDINARY - Ratif	ORDINARY - Ratify the remuneration to Cost Auditors						
Whether promoter/ promoter group are		ALL THE STATE OF		TO SERVE	245144364		AT SEE	
interested in the agenda/resolution?	No					ARREST SAN		BOLL BE
				% of Votes Polled			% of Votes in	% of Votes
				on outstanding		Asset San Pri	favour on votes	against on votes
		No. of shares	No. of votes	shares	No. of Votes – in	No. of Votes -	polled	polled
Category	Mode of Voting	held (1)	polled (2)	(3)=[(2)/(1)]* 100	favour (4)	against (5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	E-Voting		139,192,151			0	100.0000	0.0000
	Poll	150 251 26	15,159,115	9.5731	15,159,115	0	100.0000	0.0000
	Postal Ballot (if	158,351,266						
Promoter and Promoter Group	applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	THE PERSON NAMED IN	154,351,266	97.4740	154,351,266	0	100.0000	0.0000
	E-Voting		57,976,074	86.8957	57,554,828	421,246	99.2734	0.7265
	Poll	66 710 124	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if	66,719,124						
Public- Institutions	applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	The Hellester of	57,976,074	86.8957	57,554,828	421,246	99.2734	0.7266
	E-Voting		3,200,830	1.5320	3,158,083	42,747	98.6645	1.3354
	Poll	200 023 506	31,879	0.0153	31,879	.0	100.0000	0.0000
	Postal Ballot (if	208,933,596		To the same				
Public- Non Institutions	applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	Service Control	3,232,709	1.5473	3,189,962	42,747	98.6777	1.3223
	Total	434,003,986	215,560,049	49.6678	215,096,056	463,993	99.7848	0.2152





Resolution No.	3	3						
Resolution required: (Ordinary/ Special)	SPECIAL - To cons	SPECIAL - To consider fund raising programme of the Company.						
Whether promoter/ promoter group are			以表示。 法书表	建筑 地位于78%	THE RESERVE THE PARTY OF THE PA			
interested in the agenda/resolution?	No			SEAR CER			THE MALE	
				% of Votes Polled			% of Votes in	% of Votes
				on outstanding			favour on votes	against on vote
		No. of shares	No. of votes	shares	No. of Votes – in	No. of Votes -	polled	polled
Category	Mode of Voting	held (1)	polled (2)	(3)=[(2)/(1)]* 100	favour (4)	against (5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*10
	E-Voting		139,192,151			0		
	Poll	450 054 066	15 159 115		15,159,115	0	100.0000	0.00
	Postal Ballot (if	158,351,266						
Promoter and Promoter Group	applicable)		0	0.0000	0	0	0.0000	0.00
	Total Total	SECRETARIA DE LA CONTRACTA DE	154,351,266	97.4740	154,351,266	0	100.0000	0.00
	E-Voting		57,976,074	86.8957	32,312,057	25,664,017	55.7334	44.26
	Poll	66 710 124	0	0.0000	0	0	0.0000	0.00
	Postal Ballot (if	66,719,124						
Public- Institutions	applicable)		0	0.0000	0	0	0.0000	0.00
	Total		57,976,074	86.8957	32,312,057	25,664,017	55.7334	44.26
	E-Voting		3,200,901	1.5320	3,157,330	43,571	98.6387	1.36
	Poll	208,933,596	31,879	0.0153	31,879	0	100.0000	0.00
	Postal Ballot (if	200,953,590						
Public- Non Institutions	applicable)		0	0.0000	0	0	0.0000	0.00
	Total House		3,232,780	1.5473	3,189,209	43,571	98.6522	1.34
	Total	434,003,986	215,560,120	49.6678	189,852,532	25,707,588	88.0741	11.92





Resolution No.	4							
Resolution required: (Ordinary/ Special)	SPECIAL - To Re-a	appoint Mr. Lalit Mo	ohan Mehta (DIN :	00458975) as Inde	pendent Director o	f the Company for	a second term.	
Whether promoter/ promoter group are	AND SERVICE SERVICES		THE PERSON	SEED REAL	THE RESERVE OF THE		STATE STATE	SECTION AND ADDRESS OF THE PARTY OF THE PART
interested in the agenda/resolution?	No							
Catagory	Mode of Voting	No. of shares	No. of votes	% of Votes Polled on outstanding shares	No. of Votes – in	No. of Votes –	favour on votes polled	% of Votes against on votes polled
Category		neid (1)	1 ,	(3)=[(2)/(1)]* 100		against (5)	(6)=[(4)/(2)]*100	
	E-Voting	-	139,192,151				100.0000	
	Poll	158,351,266	15,159,115	9.5731	15,159,115	0	100.0000	0.00
	Postal Ballot (if							
Promoter and Promoter Group	applicable)		0	0.0000		0	0.0000	
	Total		154,351,266	- Commission of the Commission	THE RESIDENCE THE PROPERTY OF THE PARTY OF T	DESCRIPTION OF THE PROPERTY OF	Street and the street of the s	CONTRACTOR OF THE PROPERTY OF THE PARTY OF T
	E-Voting		57,976,074	86.8957	32,336,211	25,639,863	55.7750	44.22
	Poll	66,719,124	0	0.0000	0	0	0.0000	0.00
	Postal Ballot (if	00,713,124						
Public- Institutions	applicable)		0	0.0000	0	0	0.0000	0.00
	Total		57,976,074	86.8957	32,336,211	25,639,863	55.7751	44.22
	E-Voting		3,201,041	1.5321	3,154,625	46,416	98.5499	1.45
	Poll	200 022 500	31,879	0.0153	31,879	0	100.0000	0.00
	Postal Ballot (if	208,933,596						
Public- Non Institutions	applicable)		0	0.0000	0	0	0.0000	0.00
	Total		3,232,920			46,416	98.5643	1.43
	Total	434,003,986	Printed and the Control of the Contr				District County Street County	





Resolution No.	5	5						
Resolution required: (Ordinary/ Special)	SPECIAL - To Re-a	appoint Mr. Raj Kum	nar Aggarwal (DIN :	: 02034914) as Inde	ependent Director of	of the Company for	a second term.	
Whether promoter/ promoter group are interested in the agenda/resolution?	No		MAK					
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
	E-Voting		139,192,151	87.9009	139,192,151	0	100.0000	0.000
	Poll	150 354 366	15,159,115	9.5731	15,159,115	0	100.0000	0.000
	Postal Ballot (if	158,351,266						
Promoter and Promoter Group	applicable)		0	0.0000	0	0	0.0000	0.000
0.73	Total	Secondarion.	154,351,266	97.4740	154,351,266	0	100.0000	0.000
	E-Voting		57,976,074	86.8957	34,971,345	23,004,729	60.3203	39.679
	Poll	66 740 424	0	0.0000	0	0	0.0000	0.000
	Postal Ballot (if	66,719,124						
Public- Institutions	applicable)		0	0.0000	0	0	0.0000	0.000
	Total	AND DESCRIPTION OF THE PERSON	57,976,074	86.8957	34,971,345	23,004,729	60.3203	39.679
	E-Voting		3,201,041	1.5321	3,154,625	46,416	98.5499	1.450
	Poll	200 000 500	31,879	0.0153	31,879	0	100.0000	0.000
	Postal Ballot (if	208,933,596						
Public- Non Institutions	applicable)		0	0.0000	0	0	0.0000	0.000
	Total Total	AND DESCRIPTION	3,232,920	1.5474	3,186,504	46,416	98.5643	1.435
	Total	434,003,986	CONTRACTOR OF THE PARTY OF THE	Market Control of the			89.3064	10.693





Resolution No.	6							
Resolution required: (Ordinary/ Special)	SPECIAL - To ado	pt new set of Article	of associations as	per Companies Ac	t, 2013.			
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
			No. of votes	% of Votes Polled on outstanding shares	No. of Votes – in	No. of Votes –	% of Votes in favour on votes polled	% of Votes against on votes polled
Category	Mode of Voting	held (1)	polled (2)	(3)=[(2)/(1)]* 100		against (5)		(7)=[(5)/(2)]*100
	E-Voting		139,192,151				100.0000	
	Poll	158,351,266	15,159,115	9.5731	15,159,115	0	100.0000	0.0000
	Postal Ballot (if							
Promoter and Promoter Group	applicable)		0	0.0000		0	0.0000	
	Total	District the second	154,351,266	(2000) Company of the	THE RESERVE AND A STREET OF THE PARTY OF THE	The state of the s	100.0000	
	E-Voting		55,340,940	82.9461	32,336,211	23,004,729	58.4309	41.5690
	Poll	66,719,124	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if	00,715,124						
Public- Institutions	applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	公线展的表现	55,340,940	82.9461	32,336,211	23,004,729	58.4309	41.5691
	E-Voting		3,200,937	1.5320	3,158,406	42,531	98.6712	1.3287
	Poll	200 022 506	31,924	0.0153	31,924	0	100.0000	0.0000
	Postal Ballot (if	208,933,596						
Public- Non Institutions	applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		3,232,861	1.5473	3,190,330	42,531	98.6844	1.3156
	Total Total	434,003,986	212,925,067	49.0606	189,877,807	23,047,260	89.1759	10.8241





Resolution No.	7							
Resolution required: (Ordinary/ Special)	SPECIAL - To ado	pt new Memorandu	ım of association a	s per Companies A	ct, 2013.			
Whether promoter/ promoter group are interested in the agenda/resolution?	No			通過				
Catagory	Mode of Voting	No. of shares	No. of votes	The state of the s	No. of Votes – in	A STATE OF THE STA	% of Votes in favour on votes polled	% of Votes against on votes polled
Category	E-Voting	held (1)	polled (2) 139,192,151	(3)=[(2)/(1)]* 100		against (5)	100.0000	(7)=[(5)/(2)]*100
	Poll		15,159,115				100.0000	0.0000
	Postal Ballot (if	158,351,266	13,133,113	3.5751	15,155,115		100.0000	0.0000
Promoter and Promoter Group	applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	BOTH TO THE	154,351,266	97.4740	154,351,266	0	100.0000	0.0000
	E-Voting		55,340,940	82.9461	32,336,211	23,004,729	58.4309	41.5690
	Poll	66,719,124	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if	00,719,124						
Public- Institutions	applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	尼西西西	55,340,940	82.9461	32,336,211	23,004,729	58.4309	41.5691
	E-Voting		3,200,937	1.5320	3,158,406	42,531	98.6712	1.3287
	Poll	208,933,596	31,890	0.0153	31,890	0	100.0000	0.0000
	Postal Ballot (if	200,933,390						
Public- Non Institutions	applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	国的大学的	3,232,827	1.5473	3,190,296	42,531	98.6844	1.3156
产生的基础的现在分词是由自由的 可以是有几乎有几乎	Total	434,003,986	212,925,033	49.0606	189,877,773	23,047,260	89.1759	10.8241





Resolution No.	8							
Resolution required: (Ordinary/ Special)	SPECIAL - To cons	sider and approve is	ssue of 2,00,00,000	(two crore) Warra	nts on Preferential	Basis to Promoter	of the Company.	
Whether promoter/ promoter group are		THE CALL STATE OF	是此為是 族是		943 NOT 150 A	PARKET BEEF	DESCRIPTION OF THE PERSON OF T	多性的性态
interested in the agenda/resolution?	No						MEAN, AR	
Category	Mode of Voting	No. of shares	No. of votes	% 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
0 ,	E-Voting		139,192,151				100.0000	
	Poll	450.054.00	15,159,115	9.5731	15,159,115	0	100.0000	0.0000
	Postal Ballot (if	158,351,266		12/2/2				
Promoter and Promoter Group	applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	THE RELEASE STATE	154,351,266	97.4740	154,351,266	0	100.0000	0.0000
	E-Voting		57,976,074	86.8957	57,976,074	0	100.0000	0.0000
	Poll	66 710 124	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if	66,719,124						
Public- Institutions	applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		57,976,074	86.8957	57,976,074	0	100.0000	0.0000
	E-Voting		3,204,910	1.5339	3,158,847	46,063	98.5627	1.4372
	Poll	200 023 500	31,924	0.0153	31,924	0	100.0000	0.0000
	Postal Ballot (if	208,933,596						
Public- Non Institutions	applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	STATE BEARING	3,236,834	1.5492	3,190,771	46,063	98.5769	1.4231
	Total	434,003,986	215,564,174	49.6687	215,518,111	46,063	99.9786	0.0214







9820057999 / 9819757999 E-mail: suhas62@yahoo.com E-mail: sg.sgfirm@gmail.com

Room No.1, 1st Floor, New Vora House, Gram Panchayat Road, Above Kajal Jewellers, Goregaon (West), Mumbai - 62.

Scrutinizer's Report

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman

Housing Development and Infrastructure Limited

22nd Annual General Meeting of the members of Housing Development and Infrasturcture Limited (the Company) held on Saturday 29th day of September, 2018 at Mumbai Cricket Association Recreation Centre ("MCA"), G - Block, RG-2, Near Laxmi Towers, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051 at 11:00 A.M.

Dear Sir,

I, Suhas Ganpule, a Company Secretary in practice, appointed as Scrutinizer for the purpose of the Insta Poll taken on the below mentioned resolutions, at the 22nd Annual General Meeting of the Members of Housing Development and Infrasturcture Limited (the Company) held on Saturday 29th day of September, 2018 at Mumbai Cricket Association Recreation Centre ("MCA"), G - Block, RG-2, Near Laxmi Towers, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051", submits my report as under:

- 1. After the time fixed for closing of the poll by the Chairman, the Insta Poll i.e. electronic mode facility was extended in my presence.
- 2. The result of the Insta Poll are as under:

Item No. 1:-

Ordinary Resolution- To consider and adopt the standalone as well as the consolidated financial statements of the Company for the year ended March 31, 2018 together with the Report of the Board of Directors and the Auditors thereon:



Company Secretaries

9820057999 / 9819757999 E-mail : suhas62@yahoo.com E-mail : sg.sgfirm@gmail.com

Room No.1, 1st Floor, New Vora House, Gram Panchayat Road, Above Kajal Jewellers, Goregaon (West), Mumbai - 62.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast		
23	15191039	100		

(ii) Voted against of the resolution:

Number of members present and	Number of votes cast by	% of total number of valid votes
voting (in person or by proxy)	them	cast
0	0	0

(iii) Invalid votes:

Total number of members	(in person or by proxy	Whose votes were	Total number of votes cast by
declared invalid			them
	0		0

Item No. 2:-

Ordinary Resolution- Ratify the remuneration to Cost Auditors:

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
22	15190994	100

(ii) Voted against of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members	(in person	or b	proxy)	Whose	votes	were	Total	number	of	votes	cast	by
declared invalid							them					



Company Secretaries

9820057999 / 9819757999 E-mail: suhas62@yahoo.com E-mail: sg.sgfirm@gmail.com

Room No.1, 1st Floor, New Vora House, Gram Panchayat Road, Above Kajal Jewellers, Goregaon (West), Mumbai - 62.

	0
0	

Item No. 3:-

Special Resolution- Consider Fund Raising Programme of the Company:

Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes		
22	15190994	100		

Voted against of the resolution: (ii)

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast		
0	0	0		

Invalid votes:

Total number of members (in person or by proxy) Whose votes were declared invalid	Total number of votes cast by them
0	0

Item No. 4:-

Special Resolution- To Re-appoint Mr. Lalit Mohan Mehta (DIN: 00458975) as Independent Director of the Company for a second term

Voted in favour of the resolution: (i)

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
22	15190994	100

Voted against of the resolution: (ii)

(h) / ctcs - B		Tay 2
Number of members present and	Number of votes cast by	% of total number of valid votes
voting (in person or by proxy)	them	cast



Company Secretaries

9820057999 / 9819757999 E-mail : suhas62@yahoo.com E-mail : sg.sgfirm@gmail.com

Room No.1, 1st Floor, New Vora House, Gram Panchayat Road, Above Kajal Jewellers, Goregaon (West), Mumbai - 62.

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	43		- 0		1		
	Mr.	THE RESERVE OF THE PARTY OF THE	U				
Name and Address of the Owner, where the Parks of the Owner, where the Owner, which is the Owner, whic	and the second second second	the same of the sa				And in case of the last of the	'n

(iii) Invalid votes:

Total number of members (in person or by proxy) Whose votes were	Total number of votes cast by
declared invalid	them
0	0

Item No. 5:-

Special Resolution- To Re-appoint Mr. Raj Kumar Aggarwal (DIN: 02034914) as Independent Director of the Company for a second term:

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
22	15190994	100

(ii) Voted against of the resolution:

Number of members present and	Number of votes cast by	% of total number of valid votes
voting (in person or by proxy)	them	cast
0	0	0

(iii) Invalid votes:

Total number of members declared invalid	(in person or by pro	y) Whose votes	were To	of votes	cast by
	0			0	

Item No. 6:-

Special Resolution- To adopt new set of Article of Associations as per Companies Act, 2013:

(i) Voted in favour of the resolution:

Number of members present and	Number of votes cast by	% of total number of valid votes
voting (in person or by proxy)	them	cast



Company Secretaries

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		100
00	15191039	100
23	102	

Voted against of the resolution: (ii)

(ii) Voted against of the resolut	TOTE.	% of total number of valid votes
(ii) Voted against of the resolution Number of members present and	Number of votes cast by	78 01 1012
voting (in person or by proxy)	them	cast
0	0	

(iii) Invalid votes: Total number of members (in person or by proxy) Whose votes were	Total number of votes cast by them
declared invalid 0	0

Item No. 7:-

Special Resolution- To adopt new Memorandum of Association as per Companies Act, 2013:

Voted in favour of the resolution:

(i) Voted in favour of the resolu	ation:	% of total number of valid votes
(i) Voted in favour of the resolution Number of members present and	Number of votes cast by	cast
voting (in person or by proxy)	15191005	100
23		

Voted against of the resolution:

(ii) Voted against of the resolut	ion.	% of total number of valid votes
(ii) Voted against of the resolution Number of members present and	Number of votes cast by	70 01 10111
Number of heart or by proxy)	them	cast
voting (in person or by proxy)	0	0
0		

Invalid votes:

(iii) Invalid votes: Total number of members (in person or by proxy) Whose votes were	Total number of votes cast by
Total number of members (in person of by pass)	them
declared invalid	0
U	



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Item No. 8:-

Special Resolution- To consider and approve issue of 2,00,00,000 (Two Crore) Convertible Warrants on Preferential basis to Promoter of the Company:

(i) Voted in favour of the resolution:

Number of members present and	Number of votes cast by	% of total number of valid votes
voting (in person or by proxy)	them	cast
22	31924	100

(ii) Voted against of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast	
0	0	0	

(iii) Invalid votes:

Total number of members (in person or by proxy) V declared invalid	Whose votes were Total number of votes cast I them
0	0

 The Insta Poll voting results and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Thanking you,

Yours faithfully,

For SG and Associates, Practicing Company Secretaries

SG & ASSOCIATES COMPANY SECRETARIES

Place: Mumbai Date: 29th September, 2018

SUHAS S. GANPULE PROPRIETOR C.P. NO. 5722 Suhas Ganpule Proprietor Membership No.12122

COP No: 5722

w



Company Secretaries

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Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act. 2013 and rule 20(3) (xi) of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman,

Housing Development and Infrastructure Limited

Report of Scrutinizer

I, Suhas Ganpule, a Company Secretary in Practice, have been appointed by the Board of Directors of the Company as a scrutinizer for the purpose of scrutinizing e-voting process and ascertaining the requisite majority on e-voting carried out as per the provision of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules) on the resolutions contained in the Notice of 22nd Annual General Meeting of Housing Development and Infrastructure Limited.

- 1. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolutions contained in the Notice of 22nd Annual General Meeting issued to the Members of the Company. My responsibility as a scrutinizer for the e-voting process is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated in the Notice of Annual General Meeting, and based on the reports generated from the e-voting system provided by Karvy Computershare Private Limited ("Karvy"), the authorized agency to provide e-voting facilities, engaged by the Company.
- 2. Further to the above, I submit my report as under:
 - i. The e-voting period remained open from Wednesday, 26th September, 2018 from 09.00 A.M and ends on Friday, 28th September, 2018 at 05.00 P.M.
 - ii. The members of the Company as on the "cut-off" date i.e. 21st September, 2018, were entitled to vote on the resolutions contained in the Notice of Annual General Meeting.
 - The votes cast were unblocked on 29th September, 2018 in the presence of 2 witnesses, Ms.
 Vrunda Shah and Ms. Reshma Matele who are not in the employment of the Company.
 They have signed below in confirmation of the votes being unblocked in their presence.



Company Secretaries

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Aunda

(Vrunda Shah)

70

(Reshma Matele)

iv. Thereafter, the details containing *inter alia*, list of Equity Shareholders, who voted "for", "against" each of the resolutions that were put to vote, were generated from the e-voting website of Karvy Computershare Private Limited ("Karvy") (i.e. https://evoting.karvy.com and based on such reports generated, the result of the e voting is as under:

Item No. 1:-

Ordinary Resolution- To consider and adopt the standalone as well as the consolidated financial statements of the Company for the year ended March 31, 2018 together with the Report of the Board of Directors and the Auditors thereon:

(i) Voted in favour of the resolution:

Number of Members voted through	Number	of	votes	cast	% of total number of valid votes
electronic system	(Shares)				cast
122	175137397				88.93

(ii) Voted against the resolution:

Number of members voted through	Number	of	votes	cast	% of total number of valid votes
electronic system	(Shares)				cast
31	21811983				11.07

(iii) Invalid votes:

Total number of members whose votes were declared	Total number of invalid votes cast (Shares)
invalid	
0	0

Item No. 2:-

Ordinary Resolution- Ratify the remuneration to Cost Auditors:

(i) Voted in favour of the resolution:

Number of Members voted through	Number	of	votes	cast	% of total number of valid voles so
					60 (MUR)
		2			

SG & ASSOCIATES Company Secretaries

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electronic system	(Shares)	cast
147	199905062	99.77

(ii) Voted against the resolution:

Number of members voted through	Number	of votes	cast	% of tota	al number of va	alid votes
electronic system	(Shares)			cast		,
9	5	463993	and the second		0.23	

(iii) Invalid votes:

Total number of members whose votes were declared	Total number of invalid votes cast (Shares)
invalid	
0	0

Item No. 3:-

Special Resolution- Consider Fund Raising Programme of the Company:

(i) Voted in favour of the resolution:

Number of Members voted through	Number	of	votes	cast	% of total number of valid votes
electronic system	(Shares)				cast
113		17466	1538		87.17

(ii) Voted against the resolution:

Number of members voted through	Number	of	votes	cast	% of total number of valid votes
electronic system	(Shares)				cast
42		25707	7588		12.83

(iii) Invalid votes:

Total number of invalid votes cast (Shares)
No.
0



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Item No. 4:-

Special Resolution- To Re-appoint Mr. Lalit Mohan Mehta (DIN: 00458975) as Independent Director of the Company for a second term

(i) Voted in favour of the resolution:

Number of Members voted through	Number	of	votes	cast	% of total number of valid votes
electronic system	(Shares)			. %	cast
110		17468	2987	and the same of th	87.18

(ii) Voted against the resolution:

Number of members voted through	Number	of	votes	cast	% of total number of valid votes
electronic system	(Shares)				cast
47	25686279				12.90

(iii) Invalid votes:

Total number of members whose votes were declared	Total number of invalid votes cast (Shares)
invalid	4
0	. 0

Item No. 5:-

Special Resolution- To Re-appoint Mr. Raj Kumar Aggarwal (DIN: 02034914) as Independent Director of the Company for a second term:

(i) Voted in favour of the resolution:

Number of Members voted through:	Number	of	votes	cast	% of total number of valid votes
electronic system	(Shares)				cast
115		17731	8121		88.50

(ii) Voted against the resolution:

Number of members voted through	Number	of	votes	cast	% of total number of valid votes
electronic system	(Shares)				cast
42		23051	1145		11.50

(iii) Invalid votes:



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Total number of members whose votes were declared	Total number of invalid votes cast (Shares)
invalid	
0	0

Item No. 6:-

Special Resolution- To adopt new set of Article of Associations as per Companies Act, 2013:

(i) Voted in favour of the resolution:

Number of Members voted through	Number	of	votes	cast	% of total number of valid votes
electronic system	(Shares)	-	d .		cast
117	1	174686	6768		88.34

(ii) Voted against the resolution:

Number of members voted through	Number	of	votes	cast	% of total number of valid votes
electronic system	(Shares)				cast
34		23047	7260		11.66

(iii) Invalid votes:

Total number of members whose votes were declared	Total number of invalid votes cast (Shares)
invalid	
0	0

Item No. 7:-

Special Resolution- To adopt new Memorandum of Association as per Companies Act, 2013

(i) Voted in favour of the resolution:

Number of Members voted through	Number	of	votes	cast	% of total number of valid votes
electronic system	(Shares)				cast
117		7468	6768		88.34

(ii) Voted against the resolution:

Number of members voted through	Number	of	votes	cast	% of total number of	valid votes
electronic system	(Shares)				cast	350
34		23047	'260		11.66	8
						O MONIE

Company Secretaries

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(iii) Invalid votes:

Total number of members whose votes were declared	Total number of invalid votes cast (Shares)
invalid	
0	0

Item No. 8:-

Special Resolution- To consider and approve issue of 2,00,00,000 (Two Crore) Convertible Warrants on Preferential basis to Promoter of the Company

(i) Voted in favour of the resolution:

					/ . /
Number of Members voted through	Number	of	votes	cast	% of total number of valid votes
electronic system	(Shares)				cast
130		61134	921		99.92

(ii) Voted against the resolution:

Number of members voted through	Number	of	votes	cast	% of total number of valid votes
electronic system	(Shares)				cast
18		460	63		0.08

(iii) Invalid votes:

Total number of members whose votes were declared	Total number of invalid votes cast (Shares)			
invalid				
0	0			

Thanking you,

Yours faithfully,

For SG and Associates,

Suhas Ganpule

Practicing Company Secretaries

Membership No.: 12122

C. P. No: 5722

Date: 29th September, 2018

Place: Mumbai

SG & ASSOCIATES COMPANY SECRETARIES

SUHAS S. GANPULE PROPRIETOR C.P. NO. 5722



Company Secretaries

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SER.

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Scrutinizer's Report - Combined

To,
The Chairman,
Housing Development and Infrastructure Limited

22nd Annual General Meeting of the members of Housing Development and Infrasturcture Limited (the Company) held on Saturday 29th day of September, 2018 at Mumbai Cricket Association Recreation Centre ("MCA"), G - Block, RG-2, Near Laxmi Towers, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051 at 11:00 A.M

Dear Sir,

- 1. I, Suhas Ganpule, a Company Secretary in practice, have been appointed as a scrutinizer by
 - (i) the Board of Directors of Housing Development and Infrasturcture Limited (the Company) for the purpose of scrutinizing the e-voting process under the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and
 - the Chairman of the Annual General Meeting (AGM) on poll under provisions of Section 109 of the Companies Act, 2013, read with Rule 21(2) of the Companies (Management and Administration) Rules, 2014, on the resolutions contained in the notice to the 22nd Annual General Meeting (AGM) of the Members of the Company, held on Saturday 29th day of September, 2018 at Mumbai Cricket Association Recreation Centre ("MCA"), G Block, RG-2, Near Laxmi Towers, Bandra Kurla Complex, Bandra (East), Mumbai 400 051 at 11:00 A.M.
- 2. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to e-voting and poll on the resolutions contained in the Notice of the 22nd Annual General Meeting (AGM) of the members of the Company. My responsibility as a scrutinizer for the e-voting process and for poll at the AGM is restricted to make a



Company Secretaries

9820057999 / 9819757999 E-mail : suhas62@yahoo.com E-mail : sg.sgfirm@gmail.com

Room No.1, 1st Floor, New Vora House, Gram Panchayat Road, Above Kajol Jewellers, Goregaon (West), Mumbai - 62.

Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated above, based on the report generated from the e-voting system provided by Karvy Computershare Private Limited ("Karvy"), the authorized agency engaged by the Company to provide e-voting facilities for e-voting and also at the times of poll (through electronic means) at AGM.

3. I have issued separate Scrutinizer's Report dated 29th day of September, 2018 on the e-voting and on the Insta Poll on the resolutions contained in the notice to the AGM. As requested by management submit herewith my combined report on the results of e-voting together with that of Poll as under:-

Item no. of Notice	Votes in favour of the resolution		Votes against the resolution		Invalid votes	
	No. of	% of total	No. of	% of total	Nos. Votes	No of
	Shares	number of valid	Shares	number of		Shares
		votes cast		valid votes		4
		(Favour and		cast		
:		Against)	•	(Favour		
				and		
				Against)		
Item No. 1 of the Notice (As an Ordinary Resolution)	190328436	89.72	21811983	10.28	0	0
Item No. 2 of the Notice (As an Ordinary Resolution)	215096056	99.78	463993	0.22	0	0
Item No. 3 of the Notice (As an Special Resolution)	189852532	88.07	25707588	11.93	0	0
Item No. 4 of the Notice (As an Special Resolution)	189873981	88.08	25686279	11.92	0	0
Item No. 5 of the Notice (As an Special Resolution)	192509115	89.31	23051145	10.69	0	0
Item No. 6 of the Notice (As an Special Resolution)	189877807	89.18	23047260	10.82	0	0



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Item No. 7 of the Notice (As an Special Resolution)	189877773	89.18	23047260	10.82	0	0
Item No. 8 of the Notice (As an Special Resolution)	61166845	99.92	46063	0.08	0	0

Thanking you, Yours faithfully,

For SG and Associates,

Suhas Ganpule

Practicing Company Secretaries Membership No.12122

COP No: 5722

Place: Mumbai

Date: 30th September, 2018

SG & ASSOCIATES COMPANY SECRETARIES

SUHAS S. GANPULE PROPRIETOR C.P. NO. 5722