

RHFL/SE/67/2022-23

30th January, 2023

National Stock Exchange of India Limited,
Exchange Plaza,
Bandra Kurla Complex, Bandra (E)
Mumbai-400 051
Kind Attn: Listing Department

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001

Dear Sir,

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

In continuation of our letter Ref No. RHFL/SE/61/2022-23 dated 28th December, 2022 regarding submission of the Notice of Postal Ballot dated 28th December, 2022, we hereby submit that the resolutions proposed in the Postal Ballot Notice have been passed by the members with requisite majority. The aforesaid resolutions are deemed to have been passed on the last date of e-voting i.e. on Sunday, 29th January, 2023.

In this regard, please find enclosed the following:

1. Voting results as required under Regulation 44(3) of the Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations), as Annexure - I.
2. Scrutinizer's Report dated 08th October, 2022 issued by M/s. G.Ramachandran & Associates, Companies Secretaries, for remote e-voting, pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as Annexure - II

The voting result along with the Scrutinizer's Report will also be available at the website of the Company.

We request you to kindly take the same on your record

Thanking You,
Yours Faithfully,
For Repco Home Finance Limited

Ankush Tiwari
Company Secretary & Compliance Officer



Corporate Office : 3rd Floor, Alexander Square, New No : 2 (Old No. 34 & 35) Sardar Patel Road, Guindy, Chennai - 600 032.
Phone : 044 - 42106650 Fax : 044 - 42106651 E-mail : co@repcohome.com, www.repcohome.com

Registered Office : 'REPCO TOWER', No : 33, North Usman Road, T.Nagar, Chennai - 600 017. Phone : 044-28340715 / 4037 / 2845

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

| | |
|--|--|
| Name of the Company | Repro Home Finance Limited |
| Date of Postal Ballot Notice | 28 th December, 2022 |
| Total number of shareholders on record date | 48597 (As on cut-off date – 23 rd December, 2022) |
| No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public: | NA |
| No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public | NA |

Resolution No.1 - Appointment of Mr. R.Vaithianathan (DIN 05267804) as Non-Executive and Independent Director

| | |
|---|---------|
| 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 | 19553388 | 17716981 | 90.6082 | 17716981 | 0 | 100 | 0 |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot | | - | - | - | - | - | - |
| | Total | | 17716981 | 90.6082 | 17716981 | 0 | 100 | 0 |
| Public- Non Institutions | E-Voting | 19777368 | 1221297 | 6.1752 | 1218376 | 2921 | 99.7608 | 0.2392 |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot | | - | - | - | - | - | - |
| | Total | | 1221297 | 6.1752 | 1218376 | 2921 | 99.7608 | 0.2392 |
| Total | Grand Total | 62561362 | 42168884 | 67.4040 | 42165963 | 2921 | 99.9931 | 0.0069 |

Resolution No.2 - Appointment of Mrs. Usha Ravi (DIN 09788209) as Non-Executive and Independent Director

| | |
|---|---------|
| 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 | 19553388 | 17716981 | 90.6082 | 17716981 | 0 | 100 | 0 |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot | | - | - | - | - | - | - |
| | Total | | 17716981 | 90.6082 | 17716981 | 0 | 100 | 0 |
| Public- Non Institutions | E-Voting | 19777368 | 1221297 | 6.1752 | 1218378 | 2919 | 99.7610 | 0.2390 |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot | | - | - | - | - | - | - |
| | Total | | 1221297 | 6.1752 | 1218378 | 2919 | 99.7610 | 0.2390 |
| Total | Grand Total | 62561362 | 42168884 | 67.4040 | 42165965 | 2919 | 99.9931 | 0.0069 |



G RAMACHANDRAN & ASSOCIATES
COMPANY SECRETARIES

REPORT OF SCRUTINIZER

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

To

The Chairman
M/s. 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 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, 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, only by way of remote e-voting process ("e-voting") which concluded at 5.00 PM on Sunday, the 29th January, 2023 on the following resolution:

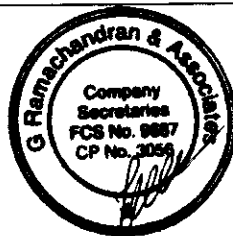
| S. No. | Section / SEBI (LODR) | Resolutions | Nature of Resolution |
|--------|---|---|----------------------|
| 1 | Sections 149, 152, 160 (1), 161 and other applicable provisions, if any, of the Companies Act, 2013 read with rules made thereunder and Schedule IV to the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014, Regulations 16(1)(b), 17 and other applicable regulations of the SEBI (Listing | Appointment of Mr. R Vaithianathan (DIN 05267804) as Non-Executive and Independent Director | Special |



| | | | |
|---|--|--|---------|
| | of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, applicable clauses of the Master Direction-Non-Banking Financial Company-Housing Finance Company (Reserve Bank) Directions, 2021 | | |
| 2 | Sections 149, 152, 160 (1), 161 and other applicable provisions, if any, of the Companies Act, 2013 read with rules made thereunder and Schedule IV to the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014, Regulations 16(1)(b), 17 and other applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, applicable clauses of the Master Direction-Non-Banking Financial Company-Housing Finance Company (Reserve Bank) Directions, 2021 | Appointment of Mrs. Usha Ravi (DIN 09788209) as Non-Executive and Independent Director | Special |

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 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, the notice and other relevant papers including Statement under Section 102 of the Act have been dispatched by email on 28 th December, 2022 to all its members who have registered their email addresses with the company or depository(ies) or depository participant. The Notice was also placed on the website of the |
|----|---|



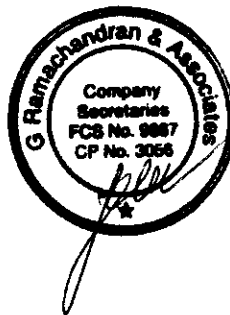
| | |
|----|---|
| | Company and that of the agency, i.e., KFin Technologies Limited (formerly known as KFin Technologies Private Limited) (referred to as "KFin"). The members of the Company were given an option to vote electronically on e-voting platform, provided by the KFin. |
| b. | The Public Advertisement with respect to dispatch of notices and conducting of Postal Ballot through e-voting was published in "Financial Express" an English newspaper and "Dinamani" a vernacular newspaper on 29 th December, 2022. |
| c. | The e-voting period commenced at 9.00 A.M. on 31 st December, 2022 and ended at 5.00 P.M. on 29 th January, 2023. After the cutoff time, the e-voting facility was unblocked. |
| 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 | No. of members voted | Total Shares |
|------------|-------|----------------------|--------------|
| 1 | ELEC | 122 | 4,21,68,959 |
| | TOTAL | 122 | 4,21,68,959 |
| 2 | ELEC | 122 | 4,21,68,959 |
| | TOTAL | 122 | 4,21,68,959 |

| Item No. | Total Votes | | Total Abstained Votes | | Total Invalid Votes | | Total Valid Votes | |
|----------|----------------|-------------|-----------------------|--------|---------------------|--------|-------------------|-------------|
| | No. of members | Shares | No. of members | Shares | No. of members | Shares | No. of members | Shares |
| 1 | 122 | 4,21,68,959 | 1 | 75 | 0 | 0 | 121 | 4,21,68,884 |
| 2 | 122 | 4,21,68,959 | 1 | 75 | 0 | 0 | 121 | 4,21,68,884 |

The result of the Poll is as under:



| Item No. in Notice | Category of voting | No. of members who cast their votes in favour | No. of members who cast their votes against | Total valid votes (in number of members) |
|--------------------|--------------------|---|---|--|
| Item No. 1 | Electronic | 115 | 6 | 121 |
| | TOTAL | 115 | 6 | 121 |
| Item No. 2 | Electronic | 115 | 6 | 121 |
| | TOTAL | 115 | 6 | 121 |

B. In terms of Number of Shares:

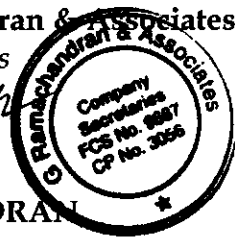
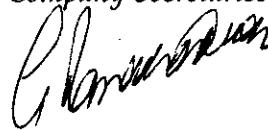
| Item No. in Notice | Category of voting | Number of votes in favour (in number of shares) | Number of votes against (in number of shares) | Total Valid Votes (in number of shares) | Assent % | Dissent % | Passed as Ordinary / Special Resolution |
|--------------------|--------------------|---|---|---|----------|-----------|---|
| Item No.1 | Electronic | 4,21,65,963 | 2,921 | 4,21,68,884 | 99.99% | 0.01% | Passed as a Special resolution |
| Item No.2 | Electronic | 4,21,65,965 | 2,919 | 4,21,68,884 | 99.99% | 0.01% | Passed as a Special resolution |

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

Peer Review Certificate No.: 560/2018

Place: Chennai

Date: 30th January, 2023

UDIN: F009687D003071812