

**GICHFL/SEC/2022**

**23-12-2022**

To  
The Listing Department,  
**The BSE Limited,**  
P.J. Towers,  
Dalal Street,  
Fort, Mumbai – 400 001

**Scrip Code:**

**Equity – 511676**  
**NCDs – 973005, 973115, 973854, 973866**  
**CPs – 723684, 723819, 723966**

Dear Sir,

**Sub.: Submission of remote e-voting Results & Scrutinizers Report on remote e-voting for Postal Ballot Notice dated 14.11.2022.**

Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith –

1. Remote e-voting results and;
2. Scrutinizer Report on remote e-voting

The results are also being hosted on the Company's website ([www.gichfindia.com](http://www.gichfindia.com)).

This is for your information and record purpose.

Thanking You,

Yours faithfully,

**Nutan Singh**  
**Group Head & Company Secretary**

**Encl.: a/a.**

POSTAL BALLOT - VOTING RESULT	
Company Name	GIC HOUSING FINANCE LTD
Date of the AGM/EGM	NA - Postal Ballot
Total number of shareholders on record date	61218
No. of shareholders present in the meeting either in person or Promoters and Promoter Group:	NA - Postal Ballot
Public:	
No. of Shareholders attended the meeting through Video	NA - Postal Ballot
Promoters and Promoter Group:	
Public:	

Resolution required: (Ordinary/ Special)	SPECIAL - Appointment of Shri Damodharan Neelam (DIN 07759291) as an Independent Director.							
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	22836839	22836839	100.0000	22836839	0	100.0000	0.0000
	Poll	22836839	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	22836839	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	4381454	4097430	93.5176	4097430	0	100.0000	0.0000
	Poll	4381454	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	4381454	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	26632773	169849	0.6377	164828	5021	97.0438	2.9561
	Poll	26632773	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	26632773	0	0.0000	00	0	0.0000	0.0000
<b>Total</b>		<b>53851066</b>	<b>27104118</b>	<b>50.3316</b>	<b>27099097</b>	<b>5021</b>	<b>99.9815</b>	<b>0.0185</b>

Resolution required: (Ordinary/ Special)	<b>ORDINARY - Appointment of Smt. Neerja Kapur (DIN No. 09733917) as Non-Executive Director.</b>							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
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	22836839	22836839	100.0000	22836839	0	100.0000	0.0000
	Poll	22836839	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	22836839	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	4381454	4097430	93.5176	4095446	1984	99.9515	0.0484
	Poll	4381454	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	4381454	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	26632773	169724	0.6373	164703	5021	97.0416	2.9583
	Poll	26632773	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	26632773	0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>	<b>53851066</b>	<b>27103993</b>	<b>50.3314</b>	<b>27096988</b>	<b>7005</b>	<b>99.9742</b>	<b>0.0258</b>

Resolution required: (Ordinary/ Special)	<b>ORDINARY - Appointment of Shri Paul Lobo (DIN 09787223) as Managing Director &amp; CEO.</b>							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
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	22836839	22836839	100.0000	22836839	0	100.0000	0.0000
	Poll	22836839	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	22836839	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	4381454	4097430	93.5176	4097430	0	100.0000	0.0000
	Poll	4381454	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	4381454	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	26632773	169849	0.6377	155698	14151	91.6684	8.3315
	Poll	26632773	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	26632773	0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>	<b>53851066</b>	<b>27104118</b>	<b>50.3316</b>	<b>27089967</b>	<b>14151</b>	<b>99.9478</b>	<b>0.0522</b>
All the resolutions were passed with requisite majority								

# *MMJB & Associates LLP*

## Company Secretaries

Ecstasy, 803/804, 9th Floor, City of Joy, J.S.D Road, Mulund (West), Mumbai- 400080, (T) 022- 21678100

### **Report of Scrutinizer for E- Voting on Postal Ballot**

To,  
Ms. Nutan Singh  
Company Secretary & Compliance Officer  
(Authorised Representative)

**GIC Housing Finance Limited**  
6<sup>th</sup> Floor, National Insurance  
Building 14, Jamshedji Tata Road,  
Churchgate, Mumbai - 400020

Dear Ma'am,

### **Scrutinizer's Report on voting through Remote e-voting for Postal Ballot in terms of Section 108 and Section 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management & Administration) Rules, 2014.**

- A. Pursuant to the resolution passed by the Board of Directors of GIC Housing Finance Limited (hereinafter referred as "the Company") on November 14, 2022. I, Omkar Dindorkar (Membership No. A43029), Designated Partner of M/s MMJB & Associates LLP, Practicing Company Secretaries, have been appointed as a Scrutinizer for vote casted through electronic means (i.e. remote e-voting) for the postal ballot process and the votes cast in respect of the Resolution set out in the Postal Ballot Notice dated November 14, 2022 ("Notice").
- B. Member's approvals were sought for the following Special businesses:
- Appointment of Shri Damodharan Neelam (DIN 07759291) as an Independent Director.
  - Appointment of Smt. Neerja Kapur (DIN No. 09733917) as Non-Executive Director.
  - Appointment of Shri Paul Lobo (DIN 09787223) as Managing Director & CEO.
- C. Pursuant to Section 108 and 110 of the Act and Rule 20 and 22 of Companies (Management & Administration) Rules 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Company has confirmed that the Electronic copy of the Postal Ballot Notice and explanatory statement along with the process of Remote e-voting were sent to the shareholders whose email addresses are registered with the Company / Depository Participant(s)/ KFin Technologies Limited (RTA), the Registrar and Share Transfer Agent of the Company for communication purposes in compliance with MCA General Circular No. 14/2020 dated April 8, 2020, the General Circular No. 17/2020 dated April 13, 2020, the General Circular No. 22/2020 dated June 15, 2020, the General Circular No. 33/2020 dated September 28, 2020, the General Circular No. 39/2020 dated December 31, 2020 and the General Circular No. 10/2021 dated June 23, 2021 and No. 20/2021 dated

December 8, 2021 and General Circular No.3/2022 dated May 5, 2022 issued by Ministry of Corporate Affairs (Collectively referred to as "MCA Circulars") and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India. The Company completed dispatch of Notice of Postal Ballot along with explanatory statement on November 22, 2022 whose name(s) appeared in the Register of Members/ List of beneficiaries as on Friday, November 18, 2022 ("cut-off-date").

- D.** The remote e-voting facility was provided by M/s. KFin Technologies Ltd ('KFin')
- E.** Members were required to communicate their assent or dissent only through Postal Ballot by remote e-voting process ("Remote E-voting") system in terms of the said MCA Circulars.
- F.** The voting period commenced on 9.00 a.m. (IST) on Wednesday, November 23, 2022 and ends at 5.00 p.m. (IST) on Thursday, December 22, 2022. (IST) for voting through electronic mode.
- G.** The remote e-voting were blocked at 5:00 p.m. (IST) on Thursday, December 22, 2022 and the remote e-voting summary statement was downloaded from remote e-voting website of KFin.
- H.** The register, in accordance with Rule 20(4)(xiv) and Rule 22(10) of the Companies (Management & Administration) Rules, 2015, has been maintained electronically to record the assent or dissent received, mentioning the particulars of name, address, folio number or client ID of the shareholders, number of shares held by them. There were no shares with differential voting rights in the Company; hence there is no requirement of maintaining of the list of shares with differential voting rights.

Result of the Postal Ballot through remote e-voting are as under:

**Resolution Item No. 1: Special Resolution**

Appointment of Shri Damodharan Neelam (DIN 07759291) as an Independent Director.

Category	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]	$[6]=\{[4]/[2]\} * 100$	$[7]=\{[5]/[2]\} * 100$
Promoter and Promoter Group	E - Voting through Postal Ballot	22836839	22836839	100.00	22836839	0	100.00	0.00
Public Institutions		4381454	4097430	93.52	4097430	0	100.00	0.00
Public Non-Institutions		26632773	169849	0.64	164828	5021	97.04	2.96
<b>Total</b>		<b>53851066</b>	<b>27104118</b>	<b>50.33</b>	<b>27099097</b>	<b>5021</b>	<b>99.98</b>	<b>0.02</b>

## Resolution Item No. 2: Ordinary Resolution

Appointment of Smt. Neerja Kapur (DIN No. 09733917) as Non-Executive Director.

Category	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]	$[6]=\{[4]/[2]\} * 100$	$[7]=\{[5]/[2]\} * 100$
Promoter and Promoter Group	E - Voting through Postal Ballot	22836839	22836839	100.00	22836839	0	100.00	0.00
Public Institutions		4381454	4097430	93.52	4095446	1984	99.95	0.05
Public Non-Institutions		26632773	169724	0.64	164703	5021	97.04	2.96
<b>Total</b>		<b>53851066</b>	<b>27103993</b>	<b>50.33</b>	<b>27096988</b>	<b>7005</b>	<b>99.97</b>	<b>0.03</b>



### Resolution Item No. 3: Ordinary Resolution

Appointment of Shri Paul Lobo (DIN 09787223) as Managing Director & CEO.

Category	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
Promoter and Promoter Group	E - Voting through Postal Ballot	22836839	22836839	100.00	22836839	0	100.00	0.00
Public Institutions		4381454	4097430	93.52	4097430	0	100.00	0.00
Public Non-Institutions		26632773	169849	0.64	155698	14151	91.67	8.33
<b>Total</b>		<b>53851066</b>	<b>27104118</b>	<b>50.33</b>	<b>27089967</b>	<b>14151</b>	<b>99.95</b>	<b>0.05</b>

The aforesaid resolutions were passed with requisite majority.

**For MMJB & Associates LLP,  
Company Secretaries**

**Omkar Dindorkar**  
Designated Partner  
ACS No.: A43029  
CP No.: 24580  
PR: 2826/2022  
UDIN: A043029D002784515  
Date: 23-12-2022  
Place: Mumbai

**For GIC Housing Finance Limited**

**Ms. Nutan Singh**  
Company Secretary & Compliance Officer  
Authorized Representative

Date: 23-12-2022  
Place: Mumbai