MEHTA HOUSING FINANCE LTD.

Gr. Floor, Law Garden App., Sacheme - 1, Opp. Law Garden, Ellisbridge, Ahmedabad - 380 006. Ph. : 2656 5566, 2656 1000 ● Fax : 079-2656 2756 ● Website : www.mehtahousing.com CIN No. : L65910GJ1993PLC020699

Date: 27th June, 2015

To,
The General Manager
Corporate Relationship Department
Bombay Stock Exchange Ltd.
Floor 25, P.J. Tower,
Mumbai-400 001

Dear Sir/ Madam

Subject: Proceeding of the 21st Annual General Meeting of the Company held on Saturday, 27th June, 2015

We wish to inform you that the 21st Annual General Meeting of the company held on 27th June, 2015. The members of the company have duly approved, vide e-voting as well as by Postal Ballot, all the businesses as specified in the notice convening the said meetind viz.

ORDINARY BUSINESSES

- 1. Adoption of Audited financial statement of company for Financial Year ended 31st March, 2015
- 2. Appointment of Mrs. Bhavna D. Mehta (DIN: 1590958), as a director of company who retires by rotation and offers herself for reappointment
- 3. Appointment of Dinesh K. Shah & Co., Chartered Accountants as Auditor of Company from conclusion of 21st AGM till conclusion of 26th AGM

SPECIAL BUSINESSES

- **4.** Appointment of Mr. Ramnik D. Sojitra (DIN: 350946), as Independent Director of the company for term of 5 years upto 31st March, 2019
- 5. Appointment and Remuneration of Mr. Chirag D. Mehta (DIN-00484709), as Managing Director for period of 5 years with effect from 28th February, 2015
- 6. To authorise Board of Directors to exercise borrowing Powers upto Rs. 100 Crores and create charge on Assets of Company persuant to Section 180 (1)(a)(c)(d) of Companies Act, 2013
- 7. Private Placement of Non- convertible Debenture in one or more tranches upto overall borrowing limit pursuant to Section 71 of Companies Act, 2013
- 8. To authorise board of directors enter into related party transactions upto Rs. 100 crores pursuant to Section 188 of Companies Act, 2013



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- 9. Adoption of New Article of Association of Company incorporating provisions of Companies Act, 2013
- 10. Issue of shares pursuant to scheme of ESOS within the limits specified in resolution as per Section 62 and other applicable provisions of Companies Act, 2013 and other laws
- 11. Advance Loans, provide guarantee/security and make investment in excess of the prescribed limit pursuant to Section 186 and other applicable provisions of Companies Act, 2013
- 12. Loans to Directors/ Interested Parties pursuant to Section 185 of Companies Act, 2013
- **13.** Non-cash transaction involving Directors under Section 192 and other applicable provisions of Companies Act, 2013

Kindly acknowledge the same.

Thanking You,

Yours faithfully For Mehta Housing Finance Limited

(Authorised Signatory)

Encl: As above



Sola Housing Society, Naranpura, Ahmedabad-380013, Gujarat, India Email Id-kukadiasanjay@rediffmail.com Phone-9974745557 Flat number-213, Block Number-18, Gokul Apartment, Practicing Company Secretary

MEHTA HOUSING FINANCE LIMITED

CIN: L65910GJ1993PLC020699

Reg. office: 004, Ground Floor, Law Garden, Appartments Scheme 1 Ellisbridge, Ahmedabad 380006, Gujarat.

Declaration in accordance with Clause 35A of the Listing Agreement, for the business transacted by the Company through e-voting and poll process are furnished below:

Date of declaration of results: 28th June, 2015

Date of AGM: 27th June, 2015.

Total shareholders as on 20th June, 2015: 3325

Details of Agenda

	No. of shares held (1)	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 % of Votes against on votes polled on votes polled (6)=[(4)/(2)]*100 (7)=[(5)/(2)]*100	% or votes against on votes polled (7)=[(5)/(2)]*100
Resolution No: 1- Adoption of Financial Statements for the year ended on March 31, 2015	 ancial Statements for th	ne year ended on M	larch 31, 2015				
		Mo	Mode of Voting: (E-Voting)				
Promoter and Promoter Group	1688936	0	0.000	1688936	0	100.0000	
Public – Institutional holders	0	0	0.000	0		0.0000	0.0000
Public-Others	249636	0	0.0000	249636		100.000	0.0000
Total (A)	1938572						
			Mode of Voting:(Poll)				
Promoter and Promoter Group	0	0	0.000	0		000000	0.0000
Public – Institutional holders	0	0	0.000	0		0.0000	0.0000
Public-Others	36900	36900	0.0000	36900	4	0 100.0000	0.0000
Total (B)	36900						
					TANK TANK	1	
Result(A+B)	1975472			1975472	10/	10	
					1211		

Promoter/Public	No. of shares held (1) No. of votes polled % of Votes Polled on (2) cutstanding shares (3)=[(2)/(1)]*100	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 against on votes polled on votes polled (5)=[(4)/(2)]*100 (7)=[(5)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Possilition No. 2. Annointment of Mrs. Bhavna D. Mehta who retire	Mrs. Bhavna D. Mehta	who retires by rota	s by rotation and offers herself for reappointment	If for reappointmer	ıt		
Nesolation No. 2-Appointment		Mo	Mode of Voting:(E-Voting)				
	1688036		0.000	1688936	0	100.0000	0.0000
Promoter and Promoter Group	OCC SOL		00000	0	C	0.0000	0.0000
Public – Institutional holders	0	0	0.000				00600
Public-Others	249636	0	0.0000	249436	007		
Total (A)	1938572						
		2	Mode of Voting:(Poll)				
		0	00000	0	0	0.000	0.0000
Promoter and Promoter Group						0000	0.000
Public – Institutional holders	0	0	0.0000			10	
Public-Others	00698	36900	00000	36900	0	OOOOT .	
Total (B)	36900						
η (Δ + Δ) + (···· σ	1975472			1975272	200		
Kesul(A+D)							

Promoter/Public	No. of shares held (1) No. of votes polled (2)	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 of Votes against on votes polled on votes polled (5)=[(4)/(2)]*100 (7)=[(5)/(2)]*100	% of Votes against, on votes polled (7)=[(5)/(2)]*100
Resolution No: 3- Appointment of Dinesh K. Shah & Co., Chartered	Dinesh K. Shah & Co.,	Chartered Accounts	Accountants as Auditor of Company from conclusion of 21st AGM till conclusion of	pany from conclus	ion of 21st AGN	1 till conclusion of	
26TH AGM							
		Mo	Mode of Voting: (E-Voting)				
	1688036		0.000	1688936	0	100,000	0.0000
Promoter and Promoter Group	OCCOOLT .		00000	O	0	0.0000	0.0000
Public – Institutional holders	0	O	0.000			7	00000
Public-Others	249636	0	0.0000	249636	O	T00.000	
Total (A)	1938572						
			Mode of Voting:(Poll)				
Promoter and Promoter Groun		0	0.0000	0	0	0.0000	0.0000
Public – Institutional holders	0	0	0.0000	0	0	0.0000	0.0000
Public-Others	36900	36900	0.0000	36900	AV	100.000	0.0000
	00036				1011	100	
Total (B)	DOEBE				/~//	12	
	1107			1975472	701	C. P. 10	
Result(A+B)	19/54/2				7	DABAD VA	
					MAY TO		

Promoter/Public	No. of shares held (1) No. of votes polled % of Votes Polled on (2) cutstanding shares (3)=[(2)/(1)]*100	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 % of Votes against on votes polled on votes polled (6)=[(4)/(2)]*100 (7)=[(5)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Resolution No: 4- Appointment of Mr. Ramnik D. Sojitra as Independent Director for term of 5 years upto 31st March 2019	f Mr. Ramnik D. Sojitra	as Independent Dir	ector for term of 5 ye	ars upto 31st Marcl	n 2019		
		Mo	Mode of Voting:(E-Voting)				
Promoter and Promoter Group	1688936	0	0.0000	1688936	0	100.000	0.0000
Public – Institutional holders	0	0	0.0000	0	0	0.0000	0.0000
Public-Others	249636	0	0.0000	249636	0	100.000	0.0000
Total (A)	1938572						*
		2	Mode of Voting:(Poll)				
Promoter and Promoter Group	0	0	0.0000	0	0	0.000	0.0000
Public – Institutional holders	0	0	0.0000	0	0	0.0000	0.0000
Public-Others	36900	36900	0.0000	36900	0	100.000	0.0000
Total (B)	36900						
	¥		•				
Result(A+B)	1975472			1975472			79

Promoter/Public	No. of shares held (1) No. of votes polled (2)	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 of Votes against on votes polled on votes polled (5)=[(4)/(2)]*100 (7)=[(5)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
	,						
Resolution No: 5- Appointment and Remuneration of Mr. Chirag	nd Remuneration of Mr		Mehta as Managing Director for period of 5 years with effect from 30th April, 2015	or period of 5 years	with effect from	n 30th April, 2015	
			Mode of Voting:(E-Voting)				
Promoter and Promoter Group	1688936	0	0.000	1688936	0	100.0000	0.0000
Public – Institutional holders	0	0	0.0000	0	0	0.0000	0.0000
Public-Others	249636	0	0.0000	249436	200	99.9100	0.0900
Total (A)	1938572						
		2	Mode of Voting:(Poll)				
Promoter and Promoter Group	0	0	0.0000	0	AND!	0.0000	0.0000
Public – Institutional holders	0	0	0.0000	0		0.0000	0.0000
Public-Others	36900	36900	0.0000	36900	() () () () () () () () () ()	100.0000	0.0000
Total (B)	36900				N (N	A	
					A CORD		

Result(A+B)	1975472			1975272	200		
						3	
Promoter/Public	No. of shares held (1) No. of votes polled (2)	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 on votes polled (6)=[(4)/(2)]*100 (7)=[(5)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Resolution No: 6- To aut	Resolution No: 6- To authorize Board of Directors to exercise borrowing Powers upto Rs. 100 Crores and create charge on Assets of Company pursuant	ors to exercise born	owing Powers upto R	s. 100 Crores and cre	eate charge on A	Assets of Company p	ursuant
to Section 180	to Section 180 (1)(a)(c)(d) of Companies Act, 2013	es Act, 2013					
		Mo	Mode of Voting:(E-Voting)				
Promoter and Promoter Group	1688936	0	0.000	1688936	0	100.0000	0.0000
Public – Institutional holders	0	0	0.0000	0	0	0.0000	0.0000
Public-Others	249636	0	0.0000	249636	0	100.0000	0.0000
Total (A)	1938572						
			Mode of Voting:(Poll)				
Promoter and Promoter Group	0 .		0.0000		0	00000	0.0000
Public – Institutional holders	0	0	0.0000	0	0	0.0000	0.0000
Public-Others	36900	36900	0.0000	36900	0	100.0000	0.0000
Total (B)	36900						
Result(A+B)	1975472			1975472			
Promoter/Public	No. of shares held (1)	No. of v	% of Votes Polled on	No. of Votes - in	No. of Votes -	% of Votes in favour	% of Votes against
		(2)	outstanding shares (3)=[(2)/(1)]*100	favour (4)	against (5)	on votes polled (6)=[(4)/(2)]*100	on votes polled (7)=[(5)/(2)]*100
Resolution No: 7- Private Placement of Non- convertible Debenture in one or more tranches upto overall borrowing limit pursuant to	ent of Non- convertible	Debenture in one c	r more tranches upto	overall borrowing	limit pursuant	to	
Section 71 of C	Section 71 of Companies Act, 2013						
			Mode of Voting:(E-Voting)				
Promoter and Promoter Group	1688936		0.0000	168893	0	10	0.0000
Public — Institutional noiders	923016		0.0000	967076	0000	0.0000	0.0000
Total (A)	1938572			00000	9		
		_	Mode of Voting:(Poll)		CNAKI	1	
Promoter and Promoter Group	0	0	0.0000	0		0.0000	0.0000
Public – Institutional holders	0	0	0000'0	0	00m 0) [[]	00000	0.0000
Public-Others	36900	36900	0.0000	36900	080611	100.0000	0.0000
Total (B)	36900				* AHMEDAB	11 * 1 a	
	*		Y		S. C.		•
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Promoter/Public	No. of shares held (1) No. of votes polled % of Votes Polled on	lo. of votes polled	% of Votes Polled on	No. of Votes - in	No. of Votes -	% of Votes in favour % of Votes against	% of Votes against
		(2)	outstanding shares (3)=[(2)/(1)]*100	favour (4)	against (5)	on votes polled (6)=[(4)/(2)]*100	on votes polled (7)=[(5)/(2)]*100
Resolution No: 8 - To authorize board of directors enter into relat	ard of directors enter int	o related party tr	ed party transactions upto Rs. 100 crores pursuant to	00 crores pursuant	to		
Section 188 of C	Section 188 of Companies Act, 2013:						
		Mo	Mode of Voting:(E-Voting)				
Promoter and Promoter Group	1688936	0	0.000	1688936		100.0000	0.0000
Public – Institutional holders	0	0	0.0000	0		0.0000	0.000
Public-Others	249636	0	0.000	249436	200	99.9100	0.0900
Total (A)	1938572						
						,	
		2	Mode of Voting:(Poll)				
Promoter and Promoter Group	0	0	0.0000	0		0.0000	0.0000
Public – Institutional holders	0	0	0.0000	0		0.0000	0.0000
Public-Others .	36900	36900	0.0000	36900		0. 100.0000	0.0000
Total (B)	36900						
Result(A+B)	1975472			1975272	200		

Dromotor/Dublic	No of change hold (1)	Lellan coterito ale	- - - - - - -	N Chicago	100	3	
	(2) (3)=[(2)/(1)]*100	No. of votes polled (2)	outstanding shares (3)=[(2)/(1)]*100	roo. or votes - In favour (4)	against (5)	against (5) on votes polled on votes polled on votes polled $(6)=[(4)/(2)]*100$ $(7)=[(5)/(2)]*100$	% or votes against on votes polled (7)=[(5)/(2)]*100
Resolution No: 9- Adoption of New Articles of Association of Comp	w Articles of Association	n of Company incor	nany incorporating provisions of Companies Act, 2013	f Companies Act, 20	113		
2		Mo	Mode of Voting:(E-Voting)				
Promoter and Promoter Group	1688936	0	0.0000	1688936	0	100.0000	0.0000
Public – Institutional holders	0	0	0.000	0	0	0.0000	0.0000
Public-Others	249636	0	0.000	249636	0	100.0000	0.0000
Total (A)	1938572						
					IN A.	11:	
		V	Mode of Voting:(Poll)		101		
Promoter and Promoter Group	0	0	0.0000	0	0 /3	00000	0.0000
Public – Institutional holders	0	0	0.0000	0	MS/ C.P.NO	00000	0.0000
Public-Others	36900	36900	0.0000	36900	O AMMEDA	AD ➤ 100.0000	0.0000

		1975472	
	36900	1975472	
10,000	lotal(B)	Result(A+B)	

Promoter/Public	No. of shares held (1) No. of votes polled % of Votes Polled on (2) (3)=[(2)/(1)]*100	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)	No. of Votes - % of Votes in favour % of Votes against against (5) on votes polled on votes polled (6)=[(4)/(2)]*100 (7)=[(5)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Resolution No: 10 - Issue of shares pursuant to scheme of ESOS within the limits specified in resolution as per Section 62	s pursuant to scheme or	f ESOS within the li	mits specified in reso	lution as per Sectio	ın 62		,
and other ap	and other applicable provisions of Companies		Act, 2013 and other laws				
		Mo	Mode of Voting:(E-Voting)				
Promoter and Promoter Group	1688936	0	0.000	1688936	0	100.0000	0.0000
Public – Institutional holders	0	0	0.000	0	0	0.0000	0.0000
Public-Others	249636	0 .	0.000	249636	0	100.0000	0.000.0
Total (A)	1938572						*
			•				
		2	Mode of Voting:(Poll)				
Promoter and Promoter Group	0	0	0.000	0	0	0.0000	0.0000
Public – Institutional holders	0	0	0.0000	0	0	0.0000	0.0000
Public-Others	36900	36900	0.0000	36900	0	100.0000	0.0000
Total (B)	36900						
Result(A+B)	1975477			1975472			

Promoter/Public	No. of shares held (1) No. of votes polled % of Votes Polled on (2) (3)=[(2)/(1)]*100	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 % of Votes against on votes polled on votes polled (6)=[(4)/(2)]*100 (7)=[(5)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Resolution No: 11 - Advance Loans, provide guarantee/security and make Investment in excess of the prescribed limit pursuant to Section 186	s, provide guarantee/se	curity and make Ir	ivestment in excess o	f the prescribed lim	it pursuant to Se	ection 186	
and other app	and other applicable provisions of Companies Act, 2013	ompanies Act, 2013					
		Mo	Mode of Voting:(E-Voting)				
Promoter and Promoter Group	1688936	0	0.0000	1688936	0	100.0000	0.0000
Public – Institutional holders	0	0	0.0000	0	0	0.0000	0.0000
Public-Others	249636	0	0.0000	249636	0	100.0000	0.0000
Total (A)	1938572				A Transol		
				"		4	
		N	Mode of Voting:(Poll)	×	C.P.NO.	110	
Promoter and Promoter Group	0	0	0.0000	0	O DAREDARA	00000	0.0000
Public – Institutional holders	0	0	0.0000	0	godfill xx	0.000	0.0000
							.,

Public-Others	36900	36900	0.0000	36900	0	100.0000	0.0000
Total (B)	36900						
Result(A+B)	1975472			1975472			

Promoter/Public	No. of shares held (1) No. of votes polled		% of Votes Polled on	No. of Votes - in	No. of Votes -	% of Votes in favour % of Votes against	% of Votes against
		(2)	outstanding shares (3)=[(2)/(1)]*100	favour (4)	against (5)	on votes polled (6)=[(4)/(2)]*100	on votes polled (7)=[(5)/(2)]*100
Resolution No: 12- Loans to Directors Interested Parties pursuant t	l tors Interested Parties p		o Section 185 of Companies Act, 2013	t, 2013			
		Mo	Mode of Voting:(E-Voting)				
Promoter and Promoter Group	1688936	0	0.0000	1688936	0	100.0000	0.0000
Public – Institutional holders	0	0	0.0000	0	0	0.0000	0.0000
Public-Others	249636	0	0.0000	.249636	0	100.0000	0.0000
Total (A)	1938572						
	4						
		2	Mode of Voting:(Poll)				
Promoter and Promoter Group	0	0	0.0000	0	0	0.0000	0.0000
Public – Institutional holders	0	0	0.0000	0	0	0.0000	0.0000
Public-Others	36900	36900	0.0000	36900	0	100.000	0.0000
Total (B)	36900		٠				
Result(A+B)	1975472			1975472			

Promoter/Public	No. of shares held (1) No. of votes polled % of Votes Polled on (2) outstanding shares	No. of votes polled (2)	% of Votes Polled on outstanding shares	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour % of Votes against on votes polled on votes polled	% of Votes against on votes polled
			(3)=[(2)/(1)]*100			(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Resolution No: 13- Non-cash transaction involving Directors under Section 192 and other applicable provisions of Companies Act, 2013	saction involving Direct	ors under Section 1	92 and other applicat	le provisions of Co	impanies Act, 20	13	
*		Mo	Mode of Voting:(E-Voting)				
Promoter and Promoter Group	1688936	0	0.0000	1688936	0	100.0000	0.0000
Public – Institutional holders	0	0	0.0000	0	0	0.0000	0.0000
Public-Others	249636	0	0.0000	249436	200	99.9100	0.0900
Total (A)	1938572				1118	//	
					mayo //		
		2	Mode of Voting:(Poll)		1/2/	10 X	
Promoter and Promoter Group	0	0	0.000	0	C.P.NOD	00000	0.0000
Public – Institutional holders	0	0	0.000	0	O AHMEDARY	0.0000	0.0000
Public-Others	36900	36900	0.000	36900	anny P.	100.0000	0.0000
					75	1121	-14

	200
	1975272
36900	1975472
Total (B)	Result(A+B)



Practicing Company Secretary

Flat number-213, Block Number-18, Gokul Apartment,

Sola Housing Society, Naranpura, Ahmedabad-380013, Gujarat, India

Email Id-kukadiasanjay@rediffmail.com Phone-9974745557

SCRUTINIZER'S REPORT

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

To,
The Chairman,
21ST Annual General Meeting of the
Equity Shareholders of MEHTA HOUSING FINANCE LIMITED
Held on 27TH June, 2015 at 11.00 A.M.
At, 004, Ground Floor, Law Garden,
Apartments Scheme 1 Ellis bridge,
Ahmedabad 380006, Gujarat.

Dear Sir,

I, Sanjay Dayalji Kukadia, Practicing Company Secretary have been appointed as Scrutinizer of MEHTA HOUSING FINANCE LIMITED for the purpose of Scrutinizing the e-voting process in a fair and transparent manner and ascertaining the requisite majority on e-voting carried out as per provisions of Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 on the below mentioned resolutions, at the 21st Annual General meeting of the MEHTA HOUSING FINANCE LIMITED, held on Saturday, the 27TH June, 2015 at 11.00 A.M. at 004, Law Garden Apartments Scheme-1, Ellis bridge, Ahmedabad 380006, Gujarat, submit my report as under:

- 1. The E-voting Period remains open from 24th June, 2015 (9.00 a.m.) to 26th June, 2015 (5 p.m.).
- The Shareholders holding shares as on the cutoff date 20th June, 2015 were entitled to vote on the proposed resolution (Item no. 1 to 13 set out in the notice of the 21st Annual General Meeting of the Equity Shareholders of MEHTA HOUSING FINANCE LIMITED.

Practicing Company Secretary
Flat number-213, Block Number-18, Gokul Apartment,
Sola Housing Society, Naranpura, Ahmedabad-380013, Gujarat, India
Email Id-kukadiasanjay@rediffmail.com Phone-9974745557

 The votes were unblocked on 26th June, 2015 after 05:00 p.m. in presence of two witnesses, Ms. Pooja Shah (Bhavin Hostel, Near Mira Ambika Road, Ankur Cross Road, Naranpura, Ahmedabad-380013) and Ms. Krushi Shah(2636/1, Laher Bhuvan, Devsano Pado, Swaminarayan Mandir, Kalupur, Ahmedabad-380001)

Poofa Shah

Name: Pooja Shah

K. A. Shah

Name: Krushi Shah

- 2. Thereafter the details containing inter-alia , list of Shareholders who voted "FOR" and "AGAINST", were downloaded from the website of National Depository Services Limited (www.evoting.nsdl.com)
- 3. The result of E-voting is as under.
- (a) Resolution: Adoption of Financial Statements for the year ended on March 31, 2015:
 - (i) Voted in favour of the resolution:

Number of members Voted through	Number of votes	% of total number
electronic voting system		of valid votes cast
13	1938572	100%

(ii) Voted against the resolution:

Number of members Voted through electronic voting system	00 DD 00-000	% of total number of valid votes cast
0	0	0%

Number of members Voted through	Total number of votes
electronic voting system	cast by them
. 0	0

Practicing Company Secretary
Flat number-213, Block Number-18, Gokul Apartment,
Sola Housing Society, Naranpura, Ahmedabad-380013, Gujarat, India
Email ld-kukadiasanjay@rediffmail.com Phone-9974745557

(b) Resolution: Appointment of Mrs. Bhavna D. Mehta who retires by rotation and offers herself for reappointment:

(i) Voted in favour of the resolution:

Number	of members Voted through	Number of votes	% of total number
ele	ctronic voting system	cast by them	of valid votes cast
*	12	1938372	99.99%

(ii) Voted against the resolution:

Number of members Voted through electronic voting system		% of total number of valid votes cast
1	200	0.01%

(iii) Invalid votes:

Number of members Voted through	Total number of votes
electronic voting system	cast by them
0	0

- (c) Resolution: Appointment of Dinesh K. Shah & Co., Chartered Accountants as Auditor of Company from conclusion of 21st AGM till conclusion of 26th AGM:
 - (i) Voted **in favour** of the resolution:

Number of members Voted through	Number of votes	% of total number
electronic voting system	cast by them	of valid votes cast
13	1938572	100%

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

Number of members Voted through electronic voting system		% of total number of valid votes cast
0 .	0	0%

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Practicing Company Secretary
Flat number-213, Block Number-18, Gokul Apartment,
Sola Housing Society, Naranpura, Ahmedabad-380013, Gujarat, India
Email ld-kukadiasanjay@rediffmail.com Phone-9974745557

(iii) Invalid votes:

Number of members Voted through electronic voting system	Total number of votes cast by them
0	0

(d) Resolution: Appointment of Mr. Ramnik D. Sojitra as Independent Director for term of 5 years upto 31st March 2019:

(i) Voted in favour of the resolution:

Number of members Voted through electronic voting system		% of total number of valid votes cast
13	1938572	100%

(ii) Voted against the resolution:

Number of members Voted through electronic voting system		% of total number of valid votes cast
0	0	0%

(iii) Invalid votes:

Number of members Voted through electronic voting system	Total number of votes cast by them
0	0

(e) Resolution: Appointment and Remuneration of Mr. Chirag D. Mehta as Managing Director for period of 5 years with effect from 30th April, 2015:

(i) Voted in favour of the resolution:

Number of members Voted through electronic voting system		% of total number of valid votes cast
12	1938372	99.99%



Practicing Company Secretary

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Sola Housing Society, Naranpura, Ahmedabad-380013, Gujarat, India

Email Id-kukadiasanjay@rediffmail.com Phone-9974745557

(ii) Voted against the resolution:

Number of members Voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
1	200	0.01%

(iii) Invalid votes:

Number of members Voted through	Total number of votes
electronic voting system	cast by them
0	0

(f) Resolution: To authorize Board of Directors to exercise borrowing Powers upto Rs. 100 Crores and create charge on Assets of Company pursuant to Section 180 (1)(a)(c)(d) of Companies Act, 2013:

(i) Voted in favour of the resolution:

Number of members Voted through	Number of votes	% of total number
electronic voting system	cast by them	of valid votes cast
13	1938572	100%

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

Number of members Voted through	Number of votes	% of total number
electronic voting system	cast by them	of valid votes cast
0	0,	0%

Number of members Voted through	Total number of votes
electronic voting system	cast by them
0	0



Practicing Company Secretary
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(g) Resolution: Private Placement of Non- convertible Debenture in one or more tranches upto overall borrowing limit pursuant to Section 71 of Companies Act, 2013:

(i) Voted in favour of the resolution:

Number of members Voted through electronic voting system		% of total number of valid votes cast
12	1938372	99.99%

(ii) Voted against the resolution:

Number of members Voted through electronic voting system		% of total number of valid votes cast
1	200	0.01%

(iii) Invalid votes:

Number of members Voted through electronic voting system	Total number of votes cast by them
0	0

(h) Resolution: To authorize board of directors enter into related party transactions upto Rs. 100 crores pursuant to Section 188 of Companies Act, 2013:

(i) Voted in favour of the resolution:

Number of members Voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
12	1938372	99.99%

Number of members Voted through electronic voting system		% of total number of valid votes cast
1	200	0.01%



Practicing Company Secretary
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(iii) Invalid votes:

Number of members Voted through	Total number of votes
electronic voting system	cast by them
0	0

- (i) Resolution: Adoption of New Articles of Association of Company incorporating provisions of Companies Act, 2013:
 - (i) Voted in favour of the resolution:

Number of members Voted through	Number of votes	% of total number
electronic voting system		of valid votes cast
13	1938572	100%

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

Number of members Voted through electronic voting system		% of total number of valid votes cast
0	0	0%

Number of members Voted through electronic voting system	Total number of votes cast by them
0	0

- (j) Resolution: Issue of shares pursuant to scheme of ESOS within the limits specified in resolution as per Section 62 and other applicable provisions of Companies Act, 2013 and other laws:
 - (i) Voted in favour of the resolution:

Number of members Voted through	Number of votes	% of total number
electronic voting system	cast by them	of valid votes cast
13	1938572	100%



Practicing Company Secretary
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(ii) Voted against the resolution:

Number of members Voted through electronic voting system		% of total number of valid votes cast
0	0	0%

(iii) Invalid votes:

Number of members Voted through electronic voting system	Total number of votes cast by them
0	0

- (k) Resolution: Advance Loans, provide guarantee/security and make Investment in excess of the prescribed limit pursuant to Section 186 and other applicable provisions of Companies Act, 2013:
 - (i) Voted in favour of the resolution:

Number of members Voted through electronic voting system		% of total number of valid votes cast
13	1938572	100%

(ii) Voted against the resolution:

Number of members Voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
0	0 ,	0%

Number of members Voted through electronic voting system	Total number of votes cast by them
0	0



Practicing Company Secretary Flat number-213, Block Number-18, Gokul Apartment, Sola Housing Society, Naranpura, Ahmedabad-380013, Gujarat, India Email Id-kukadiasanjay@rediffmail.com Phone-9974745557

(I) Resolution: Loans to Directors Interested Parties pursuant to Section 185 of Companies Act, 2013:

(i) Voted in favour of the resolution:

number of members Voted through electronic voting system	cuse 27	% of total number of valid votes cast 100%
13	1938572	100%

(ii) Voted against the resolution:

Number of members Voted through	Number of votes cast by them	% of total number of valid votes cast	
electronic voting system 0	0	0%	

(iii) Invalid votes:

Number of members voted through	Total number of votes cast by them
electronic voting system 0	0

(m) Resolution: Non-cash transaction involving Directors under Section 192 and other applicable provisions of Companies Act, 2013:

(i) Voted in favour of the resolution:

Number of members Voted through electronic voting system	Number of votes cast by them 1938372	% of total number of valid votes cast 99.99%	
12	1938372		4

ted against the resolution:		s
Voted through	Number of votes	% of total number
Number of members Voted through	cast by them	of valid votes cast
electronic voting system	Cust = /	0.01%
1	200	0.0270



Practicing Company Secretary
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Sola Housing Society, Naranpura, Ahmedabad-380013, Gujarat, India
Email Id-kukadiasanjay@rediffmail.com Phone-9974745557

(iii) Invalid votes:

Number of members Voted through	Total number of votes
electronic voting system	cast by them
0	0

6. The Register, all other papers and relevant records relating to e-voting shall remain in our safe custody until the chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and the same are handed over to the company for safe keeping.

Date: 27/06/2015

Place: Ahmedabad.

For, Sanjay Dayalji Kukadia Practicing Company Secretary

Proprietor

ACS: 20674, COP: 11308

Practicing Company Secretary
Flat number-213, Block Number-18, Gokul Apartment,
Sola Housing Society, Naranpura, Ahmedabad-380013, Gujarat, India
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FORM No. MGT-13

Report of Scrutinizer(s)

[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,
21ST Annual General Meeting of the
Equity Shareholders of MEHTA HOUSING FINANCE LIMITED
Held on 27TH June, 2015 at 11.00 A.M.
At, 004, Ground Floor, Law Garden,
Apartments Scheme 1 Ellis bridge,
Ahmedabad 380006, Gujarat.

Dear Sir,

- I, Sanjay Dayalji Kukadia, Practicing Company Secretary, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolutions, at the 21st meeting of the Equity Shareholders of Mehta Housing Finance Limited, held on Saturday, 27th June, 2015 at 11:00 A.M. at 004, Ground Floor, Law Garden, Apartments Scheme 1 Ellis bridge, Ahmedabad 380006, Gujarat submit my report as under:
- 1. After the time fixed for closing of the poll by the Chairman, One ballot box kept for polling were locked in my presence with due identification marks placed by me.
- The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.

3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

Practicing Company Secretary
Flat number-213, Block Number-18, Gokul Apartment,
Sola Housing Society, Naranpura, Ahmedabad-380013, Gujarat, India
Email ld-kukadiasanjay@rediffmail.com Phone-9974745557

- 4. The result of the Poll is as under:
 - (a) Resolution: Adoption of Financial Statements for the year ended on March 31, 2015:
 - (i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)		% of total number of valid votes cast
4	36900	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	New 42 Care 1	% of total number of valid votes cast
0	0	0%

(iii) Invalid votes:

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

- (b) Resolution: Appointment of Mrs. Bhavna D. Mehta who retires by rotation and offers herself for reappointment:
 - (i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	THE PROPERTY OF THE PARTY OF TH	% of total number of valid votes cast
4	36900	100%

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



Practicing Company Secretary

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Sola Housing Society, Naranpura, Ahmedabad-380013, Gujarat, India
Email <u>Id-kukadiasanjay@rediffmail.com</u> Phone-9974745557

(iii) Invalid votes:

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

(c) Resolution: Appointment of Dinesh K. Shah & Co., Chartered Accountants as Auditor of Company from conclusion of 21st AGM till conclusion of 26th AGM:

(i) Voted in favour of the resolution:

Number of members present and	Number of votes	% of total number
voting (in person or by proxy)	cast by them	of valid votes cast
4	36900	100%

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

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

(iii) Invalid votes:

Total number of members (in person or b	y Total number of votes
proxy) whose votes were declared invalid	cast by them
0 .	0

(d) Resolution: Appointment of Mr. Ramnik D. Sojitra as Independent Director for term of 5 years upto 31st March 2019:

(i) Voted in favour of the resolution:

Number of members present and	Number of votes	% of total number
voting (in person or by proxy)	cast by them	of valid votes cast
4	36900	100%



Practicing Company Secretary

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(ii) Voted against the resolution:

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

(iii) Invalid votes:

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

(e) Resolution: Appointment and Remuneration of Mr. Chirag D. Mehta as Managing Director for period of 5 years with effect from 30th April, 2015:

(i) Voted in favour of the resolution:

Number of members present and	Number of votes	% of total number
voting (in person or by proxy)	cast by them	of valid votes cast
4	36900	100%

(ii) Voted against the resolution:

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

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





Practicing Company Secretary

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(f) Resolution: To authorize Board of Directors to exercise borrowing Powers upto Rs. 100 Crores and create charge on Assets of Company pursuant to Section 180 (1)(a)(c)(d) of Companies Act, 2013:

(i) Voted in favour of the resolution:

Number of members present and	Number of votes cast by them	% of total number of valid votes cast
voting (in person or by proxy) 4	36900	100%

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

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

(iii) Invalid votes:

alla votes.	T
Total number of members (in person or by	Total number of votes
proxy) whose votes were declared invalid	cast by them
proxy) whose vees in	0
U	

(g) Resolution: Private Placement of Non- convertible Debenture in one or more tranches upto overall borrowing limit pursuant to Section 71 of Companies Act, 2013:

(i) Voted in favour of the resolution:

ed in tavour of the resolution.		
Number of members present and	Number of votes	% of total number
voting (in person or by proxy)	cast by them	of valid votes cast
Voting (in person of by proxy)	36900	100%
4		

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
O October 19 Person of By Press, y	0	0%



Practicing Company Secretary
Flat number-213, Block Number-18, Gokul Apartment,
Sola Housing Society, Naranpura, Ahmedabad-380013, Gujarat, India
Email Id-kukadiasanjay@rediffmail.com Phone-9974745557

(iii) Invalid votes:

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

- (h) Resolution: To authorize board of directors enter into related party transactions upto Rs. 100 crores pursuant to Section 188 of Companies Act, 2013:
 - (i) Voted in favour of the resolution:

Number of members present and	Number of votes	% of total number
voting (in person or by proxy)	cast by them	of valid votes cast
4	36900	100%

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

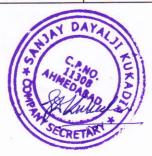
Number of members present and voting (in person or by proxy)		% of total number of valid votes cast
0	0	0%

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

- (i) Resolution: Adoption of New Articles of Association of Company incorporating provisions of Companies Act, 2013:
 - (i) Voted **in favour** of the resolution:

Number of members present and	Number of votes	% of total number
voting (in person or by proxy)	cast by them	of valid votes cast
4	36900	100%





Practicing Company Secretary
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Sola Housing Society, Naranpura, Ahmedabad-380013, Gujarat, India
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(ii) Voted against the resolution:

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

(iii) Invalid votes:

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

- (j) Resolution: Issue of shares pursuant to scheme of ESOS within the limits specified in resolution as per Section 62 and other applicable provisions of Companies Act, 2013 and other laws:
 - (i) Voted **in favour** of the resolution:

Number of members present and	Number of votes	% of total number
voting (in person or by proxy)	cast by them	of valid votes cast
4	36900	100%

(ii) Voted against the resolution:

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

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



Practicing Company Secretary
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Sola Housing Society, Naranpura, Ahmedabad-380013, Gujarat, India
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(k) Resolution: Advance Loans, provide guarantee/security and make Investment in excess of the prescribed limit pursuant to Section 186 and other applicable provisions of Companies Act, 2013:

(i) Voted in favour of the resolution:

Number of members present and	Number of votes	% of total number
voting (in person or by proxy)	cast by them	of valid votes cast
4	36900	100%

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

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

(iii) Invalid votes:

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

(I) Resolution: Loans to Directors Interested Parties pursuant to Section 185 of Companies Act, 2013:

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

Number of members present and	Number of votes	% of total number
voting (in person or by proxy)	cast by them	of valid votes cast
4	3690 0	100%

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



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(iii) 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

(m) Resolution: Non-cash transaction involving Directors under Section 192 and other applicable provisions of Companies Act, 2013:

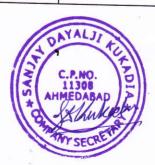
(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy) 4		% of total number of valid votes cast 100%
---	--	--

(ii) Voted against the resolution:

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

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



- 5. A Compilation of Data containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
- 6. The poll papers 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,

Date: 27/06/2015

Place: Ahmedabad.

For, Sanjay Dayalji Kukadia

Practicing Company Secretary

Proprietor

ACS: 20674, COP: