



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 pursuant 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



MEHTA HOUSING FINANCE LTD.


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CIN No. : L65910GJ1993PLC020699

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



SANJAY DAYALJI KUKADIA
 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

MEHTA HOUSING FINANCE LIMITED

CIN: L65910GJ1993PLC020699
 Reg. office: 004, Ground Floor, Law Garden, Apartments 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

Promoter/Public	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
Resolution No: 1- Adoption of Financial Statements for the year ended on March 31, 2015							
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						
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	100.0000	0.0000
Total (B)	36900						
Result(A+B)	1975472			1975472			



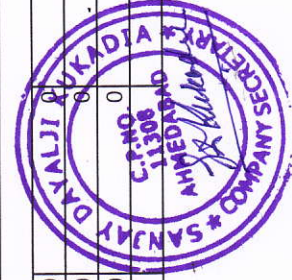
Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Resolution No: 2-Appointment of Mrs. Bhavna D. Mehta who retires by rotation and offers herself for reappointment							
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						
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	100.0000	0.0000
Total (B)							
Result(A+B)	1975472			1975272	200		

Promoter/Public	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
Resolution No: 3- Appointment of Dinesh K. Shah & Co., Chartered Accountants as Auditor of Company from conclusion of 21st AGM till conclusion of 26TH AGM							
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						
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		100.0000	0.0000
Total (B)							
Result(A+B)	1975472			1975472			



Promoter/Public	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
Resolution No: 4- Appointment of Mr. Ramnik D. Sojitra as Independent Director for term of 5 years upto 31st March 2019							
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						
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	100.0000	0.0000
Total (B)	36900						
Result(A+B)	1975472			1975472			

Promoter/Public	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
Resolution No: 5- Appointment and Remuneration of Mr. Chirag D. Mehta as Managing Director for period of 5 years with effect from 30th April, 2015							
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						
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	100.0000	0.0000
Total (B)	36900						



Result(A+B)	1975472	1975272	200
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Promoter/Public	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
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Resolution No: 6- 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

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						

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	100.0000	0.0000
Total (B)	36900						

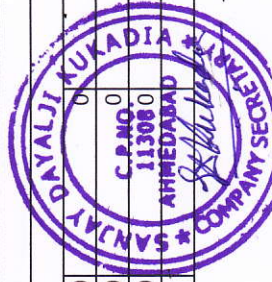
Result(A+B)	1975472	1975472
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Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
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Resolution No: 7- Private Placement of Non- convertible Debenture in one or more tranches upto overall borrowing limit pursuant to Section 71 of Companies Act, 2013

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						

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	100.0000	0.0000
Total (B)	36900						



Result(A+B)	1975472	1975272	200
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Promoter/Public	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
Resolution No: 8 - To authorize board of directors enter into related party transactions upto Rs. 100 crores pursuant to Section 188 of Companies Act, 2013 :							
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						

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	100.0000	0.0000
Total (B)	36900						

Result(A+B)	1975472	1975272	200
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Promoter/Public	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
Resolution No: 9- Adoption of New Articles of Association of Company incorporating provisions of Companies Act, 2013							
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						

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	100.0000	0.0000



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

Promoter/Public	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
Resolution No: 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							
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						
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	100.0000	0.0000
Total (B)	36900						

Result(A+B)	1975472				1975472		
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Promoter/Public	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
Resolution No: 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							
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						
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	100.0000	0.0000
Total (B)	36900	36900					

Result(A+B)	1975472	1975472					
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Promoter/Public	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
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Resolution No: 12- Loans to Directors Interested Parties pursuant to Section 185 of Companies Act, 2013

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						
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	100.0000	0.0000
Total (B)	36900						

Result(A+B)	1975472	1975472					
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Promoter/Public	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
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Resolution No: 13- Non-cash transaction involving Directors under Section 192 and other applicable provisions of Companies Act, 2013

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						

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	100.0000	0.0000



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



SANJAY DAYALJI KUKADIA

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.).
2. 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.



SANJAY DAYALJI KUKADIA

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

1. 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)

Pooja 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 electronic voting system	Number of votes cast by them	% 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%

(iii) **Invalid** votes:

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



SANJAY DAYALJI KUKADIA

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

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

(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 electronic voting system	Total number of votes 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 electronic voting system	Number of votes cast by them	% 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%



SANJAY DAYALJI KUKADIA

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	Number of votes cast by them	% 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%

(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	Number of votes cast by them	% of total number of valid votes cast
12	1938372	99.99%



SANJAY DAYALJI KUKADIA

Practicing Company Secretary

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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 electronic voting system	Total number of votes 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 electronic voting system	Number of votes cast by them	% 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%

(iii) **Invalid** votes:

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



SANJAY DAYALJI KUKADIA

Practicing Company Secretary

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

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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	Number of votes cast by them	% of total number of valid votes cast
12	1938372	99.99%

(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 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%

(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%



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(iii) **Invalid** votes:

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

(iii) **Invalid** votes:

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



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(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%

(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	Number of votes cast by them	% 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%

(iii) **Invalid** votes:

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



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(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	Number of votes cast by them	% 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%

(iii) **Invalid** votes:

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

(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%



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(iii) **Invalid** votes:

Number of members Voted through electronic voting system	Total number of votes 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

For, Sanjay Dayalji Kukadia
Practicing Company Secretary

Place: Ahmedabad.


Proprietor
ACS: 20674, COP: 11308



SANJAY DAYALJI KUKADIA

Practicing Company Secretary

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FORM No. MGT-13

Report of Scrutinizer(s)

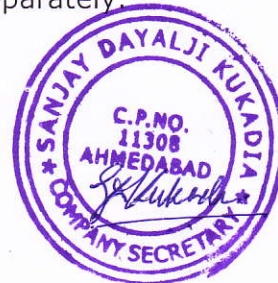
[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

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.
2. 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.



SANJAY DAYALJI KUKADIA

Practicing Company Secretary

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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)	Number of votes cast by them	% 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)	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) whose votes were declared invalid	Total number of votes 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)	Number of votes cast by them	% 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)	Number of votes cast by them	% 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

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

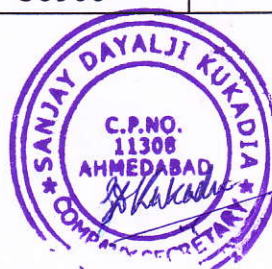
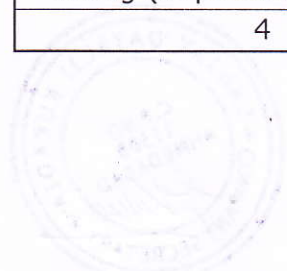
(iii) **Invalid** votes:

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



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(ii) Voted **against** 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) whose votes were declared invalid	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:

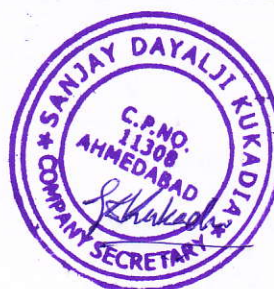
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
4	36900	100%

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

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



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

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

(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 voting (in person or by proxy)	Number of votes cast by them	% 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)	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) whose votes were declared invalid	Total number of votes 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 voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
4	36900	100%



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(ii) Voted **against** 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) whose votes were declared invalid	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 present and voting (in person or by proxy)	Number of votes cast by them	% 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)	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) whose votes were declared invalid	Total number of votes cast by them
0	0



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

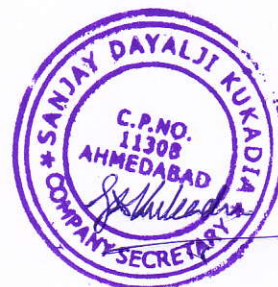
(l) Resolution: Loans to Directors Interested Parties pursuant to Section 185 of Companies Act, 2013 :

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% 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)	Number of votes cast by them	% 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)	Number of votes cast by them	% 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)	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) 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: 11308

