



**GRUH
FINANCE
LIMITED**

We help you build homes

SEC: 2017:
June 15, 2017

The BSE Ltd.
Phiroze Jeejeebhoy Towers,
26th Floor, Dalal Street
Mumbai – 400 001

BSE Security Code No: 511288

Kind Attn. Mr. S. Subramanian -DCS-CRD

The National Stock Exchange of India Ltd
"Exchange Plaza",
Bandra-Kurla Complex,
Bandra (E), Mumbai 400 051

Symbol : GRUH

Kind Atten: Mr K Hari – Head - Listing

Dear Sir,

Sub: Summary of the proceeding of the 31st AGM of the Company held on June 15, 2017:

This is to inform you that the 31st Annual General Meeting of Members of the GRUH Finance Limited was held on Thursday, June 15, 2017 at 10.30 a.m. at H.T. Parekh Convention Centre, Ahmedabad Management Association (AMA), ATIRA Campus, Dr. Vikram Sarabhai Marg, Ahmedabad 380 015.

We are enclosing the summary of the proceedings of the AGM held on Thursday, June 15, 2017, in compliance with Regulation 30 of the SEBI Listing Regulations.

You are requested to kindly take note of the same and notify your constituents accordingly.

Thanking you,

Yours sincerely,
For GRUH FINANCE LIMITED

MARCUS LOBO
Company Secretary

Encl: a/a

A subsidiary of HDFC Ltd

Registered Office: "GRUH", Netaji Marg, Near Mithakhali Six Roads, Ellisbridge, Ahmedabad-380 006.

Tel. : (91) (79) 3290 1222/23, 2642 1671-74 Fax: (91) (79) 2656 0649

CIN : L65923GJ1986PLC008809 - Website : www.gruh.com

Summary of the proceeding of the 31st Annual General Meeting of the Company held on June 15, 2017 at 10.30 a.m. :

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 [SEBI Listing Regulations] read with Schedule III thereof, the brief proceedings of the 31st Annual General Meeting of GRUH Finance Limited is given below:

The 31st Annual General Meeting (AGM) of the Company was held on Thursday, June 15, 2017 at H.T. Parekh Convention Centre, Ahmedabad Management Association (AMA), ATIRA Campus, Dr. Vikram Sarabhai Marg, Ahmedabad 380 015. The meeting commenced at 10.30 AM.

The Company Secretary, Mr Marcus Lobo informed the members that Shri Keki M Mistry, Chairman of the Board of Directors of the Company could not remain present since he had undergone a knee surgery.

The Company Secretary further informed that as per Article 91 of the Articles of Association of the Company read with Para 5.1 of the Secretarial Standards, which provides that in absence of Chairman of the Board of Directors, the Directors present may elect one of their number to Chair the meeting. In view of above provisions he requested the Directors present, to elect a Director to Chair the Meeting.

The Directors present elected Ms. Renu Karnad, a Non Executive Director to Chair the Annual General Meeting, to which Ms. Renu Karnad consented. Accordingly, Ms. Renu Karnad occupied the chair.

The requisite quorum being present, Chairperson called the meeting to order. The Company had received proxies from 3 shareholders in respect of 10,61,173 equity shares. With the permission of the members the Notice was taken as read. The Auditors Report and the Secretarial Auditor Report was read by the Company Secretary. Chairperson thereafter delivered her speech to the Members.

The following items of business as per the Notice of the AGM, were considered at the 31st AGM :

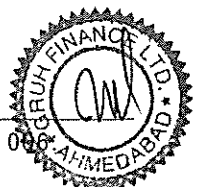
Sr. No.	Resolutions
	Ordinary Business:
1	Adoption of the Audited Financial Statement and Reports of the Board of Directors and the Auditors thereon for the year ended March 31, 2017.
2	Declaration of Dividend on Equity Shares
3	Appointment of Mr. Kamlesh Shah, (DIN 03092230), who retires by rotation and being eligible, offers himself for re-appointment.
4	Appointment of M/s. Deloitte Haskins & Sells LLP, (Firm Registration No. 117366W/W-100018) as Auditors and fixing their remuneration.
	Special Business
5	Appointment of Mr. Pankaj Ramanbhai Patel (DIN 00131852) as an Independent Director of the Company

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6	Appointment of Mr. Rajesh Narain Gupta (DIN 00229040) as an Independent Director of the Company
7	Re-appointment of Mr. Prafull Anubhai (DIN 00040837) as an Independent Director of the Company
8	Re-appointment of Mr. S.G. Mankad (DIN 00086077) as an Independent Director of the Company
9	Re-appointment of Mr. Sudhin Choksey (DIN 00036085) as a Whole time Director, designated as a Managing Director of the Company
10	Re-appointment of Mr. Kamlesh Shah (DIN 03092230) as a Whole time Director, designated as a Executive Director of the Company
11	Approval for issue of Redeemable Non Convertible Debentures (NCDs) upto an amount not exceeding Rs.5000 crores and issue of Unsecured Redeemable Subordinated Debt – Tier II NCDs upto an amount of Rs.100 crores (both aggregating to Rs.5100 crores) on private placement.

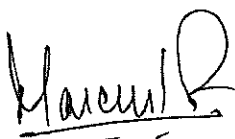
Clarifications were provided to the queries raised by the members.

Mr. M.C. Gupta, Proprietor of M/s M.C. Gupta & Co. Company Secretaries, had been appointed as Scrutinizer to supervise the e-voting and ballot voting process. The Company Secretary Mr Marcus Lobo, explained the voting process to the Members. At the AGM venue, voting facility by Poll was provided to the Members, who had not cast their vote through remote e-voting and accordingly, the Poll was conducted.

Chairperson authorized the Managing Director and/or the Executive Director / and/or the Company Secretary to receive the report and declare the results of voting. It was announced that the voting results for the aforesaid resolutions would be declared within 48 hours of the conclusion of AGM on receipt of Scrutinizer's Report and that the Results / Scrutinizer's Report will be placed on the Company's website and also be forwarded to the NSDL and the Stock Exchanges in compliance with the provisions of the Companies Act, 2013 and the SEBI Listing Regulations.

Thanking you,

For GRUH FINANCE LIMITED



MARCUS LOBO
Company Secretary



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