



**GRUH
FINANCE
LIMITED**

We help you build homes

SEC: 2018:
May 30, 2018

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

BSE Security Code : 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 32nd AGM of the Company held on May 30, 2018:

This is to inform you that the 32nd Annual General Meeting of Members of the GRUH Finance Limited was held on Wednesday, May 30, 2018 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 also enclosing the summary of the proceedings of the AGM held on Wednesday, May 30, 2018, 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 32nd Annual General Meeting of the Company held on May 30, 2018

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 32nd Annual General Meeting of GRUH Finance Limited is given below:

The 32nd Annual General Meeting (AGM) of the Company was held on Wednesday, May 30, 2018 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 Chairman of the Board of Directors of the Company, Mr. Keki M Mistry chaired the 32nd Annual General Meeting (AGM). Majority of the other directors were present including Mr. Biswamohan Mahapatra, the Chairman of the Audit Committee, Mr. Rajesh Gupta, the Chairman of the Stakeholders Relationship Committee, and Mr. S.G. Mankad, Chairman of the Nomination and Remuneration Committee of the Company. The representatives of the Statutory Auditors and the Secretarial Auditors attended the meeting.

The requisite quorum being present, Chairman called the meeting to order. The Company had received proxies from 8 shareholders in respect of 14,41,622 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.

Chairman then commenced his speech and gave an overview of the operations and the financial performance of the Company for the financial year ended March 31, 2018. Thereafter, he invited questions from the Members on the financials and the business listed to be transacted at the meeting.

The following items of business as per the Notice of the AGM, were considered at the 32nd AGM :

Sr. No.	Resolutions
	Ordinary Resolution :
1	Adoption of the Audited Financial Statement and Reports of the Board of Directors and the Auditors thereon for the year ended March 31, 2018.
2	Declaration of Dividend on Equity Shares
3	Appointment of Mr. K. G. Krishnamurthy, (DIN 00012579), who retires by rotation and being eligible, offers himself for re-appointment.
4	Ratification of Appointment of M/s. Deloitte Haskins & Sells LLP, (Firm Registration No. 117366W/W-100018) as Auditors and fixing their remuneration.
	Special Resolution
5	Appointment of Ms. Bhavna Doshi (DIN 00400508) as an Independent Director of the Company for a period of five years w.e.f. January 20, 2018 upto January 19, 2023.
6	Special Resolution for Re-appointment of Mr. Biswamohan Mahapatra (DIN 06990345) as an Independent Director of the Company for a period of five years w.e.f. March 19, 2018 upto March 18, 2023.
7	Appointment of Ms. Renu S Karnad (DIN 00008064) as a Director of the Company.
8	Approval of increase in Authorised Share Capital of the Company from Rs. 100 crores to Rs. 200 crores.

aml



**GRUH
FINANCE
LIMITED**

We help you build homes

9	Approval of issue of 36,57,20,011 equity shares as Bonus shares in the ratio of 1:1 to the Shareholders.
10	Special Resolution for Approving increase in the borrowing powers under Section 180(1)(c) of the Companies Act, 2013 upto Rs. 21,000 crores.
11	Special Resolution for Approval for creation of security or to encumber immovable and movable properties of the Company under section 180(1)(a) of the Companies Act, 2013.
12	Special Resolution for Approval for issuance of Redeemable Non Convertible Debentures (NCDs) upto an amount not exceeding Rs. 5000 crores and issuance 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.

Chairman 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

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