



**INDIA HOME  
LOAN LTD.**

CIN: L65910MH1990PLC059499  
GSTIN : 27AAACM5101F1ZO

September 30, 2022

To,  
The Secretary,  
The Bombay Stock Exchange  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai- 400 001.

**Scrip Code: 530979**

**Sub: Compliance with Regulations 30 of the Securities and Exchange Board of India (Listing Regulations & Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") – Proceedings of the Annual General Meeting**

**Ref: Regulation 30 of SEBI Listing Regulations**

Dear Sir/Madam,

We wish to inform you that the Thirty-second (32<sup>nd</sup>) Annual General Meeting (AGM) of the Company was held on September 30, 2022 at 3:00 P.M. IST, through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") facility to conduct the businesses mentioned in the Notice dated September 3, 2022 convening the AGM.

The proceedings of the Annual General Meeting ("AGM") were deemed to be conducted at the Registered Office of the Company at India Home Loan Limited, 504-504A, 5th Floor, Nirmal Ecstasy, Jatashankar Dosa Road, Mulund (W), Mumbai-400 080, Maharashtra, India and considered as the deemed venue of the AGM.

In this regard, please find enclosed the Proceedings of AGM in compliance with the provisions of Regulation 30 of SEBI LODR Regulations, 2015 as Annexure – I.

We request you to kindly take the above intimation on record.

Thanking you,

Yours faithfully  
For **India Home Loan Limited**

  
**Mahesh N. Pujara**  
Managing Director  
DIN: 01985578  
Enclosed: As above



**Annexure I****Proceedings of the 32<sup>nd</sup> Annual General Meeting of the Company pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**

The 32<sup>nd</sup> AGM of India Home Loan Limited ('the Company') was held on Friday, September 30, 2022 at 3:00 PM IST through video conferencing ('VC') or other audio-visual means (OAVM), in compliance with the applicable provisions of the Companies Act, 2013, Circulars issued by Ministry of Corporate Affairs ('MCA') and SEBI.

**SHAREHOLDERS PRESENT THROUGH VC:**

27 Shareholders holding 3299908 shares were present at the AGM, including 3 Directors who are also the shareholders of the Company.

**DIRECTORS PRESENT THROUGH VC:**

<b>DIRECTORS</b>	<b>DESIGNATION</b>	
Mr. Mahesh N. Pujara	Executive Director	Managing Director
Mr. Mitesh M. Pujara	Executive Director	Whole-time Director
Mr. Govinder Singh	Independent Director	Audit Committee – Chairperson Stakeholder Relationship Committee – Chairperson Nomination and Remuneration Committee – Member
Mrs. Shakuntala Bharat Merchant	Independent Director	Nomination and Remuneration Committee – Chairperson Audit Committee – Member
Mr. Mahesh Manharlal Shah	Independent Director	Audit Committee – Member Nomination and Remuneration Committee – Member

**KEY MANAGERIAL PERSONNEL(S) (KMPS) PRESENT THROUGH VC:**

<b>KMP(S)</b>	<b>DESIGNATION</b>
Mr. Nitesh Jain	Chief Financial Officer
Ms. Shilpa Katare	Company Secretary and Compliance Officer

**AUDITORS/SCRUTINIZER PRESENT THROUGH VC:**

<b>AUDITORS</b>	<b>DESIGNATION</b>
Mr. H.K. Shah	Partner, M/s. H.K. Shah & Co., Statutory Auditors
Ms. Komal Wankhede	Representative of D.A. Kamat & Co. Secretarial Auditors





Mr. Chintal D. Sakaria

Scrutinizer for E-voting

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GSTIN : 27AAACM5101F1ZO

The AGM commenced at 3:00 PM (IST) and concluded at 3:42 PM (IST) including the time for e-voting at the AGM.

Ms. Shilpa Katare, Company Secretary and Compliance Officer, welcomed all Shareholders and participants to the Thirty-second (32<sup>nd</sup>) AGM of the Company and announced that the AGM was being conducted on Friday, September 30, 2022 at 3:00 PM IST through Video Conferencing mode, in accordance with the circulars issued by the Ministry of Corporate Affairs and SEBI.

Before handing over the proceedings to the Chairman to declare the meeting open, she highlighted certain points as mentioned below:

- a. That the Company had taken all efforts to enable members to participate through video conference and to vote at the AGM. This facility was extended by Purva Sharegistry (India) Private Limited.
- b. That the proceedings of this meeting were being recorded.
- c. Facility for joining this meeting through video conference was made available for the members on a first-come-first-served basis, except for large shareholders, promoters, institutional investors, directors, key-managerial personnel, the chairperson of the respective committees as well as the auditors who are allowed to attend the AGM without any restrictions on account of first come first serve basis.
- d. As the AGM was being held through video conference, the facility for appointment of proxies by the members was not applicable and hence the proxy register for inspection was not available. However, the body corporate was entitled to appoint authorized representatives to attend the AGM through VC, and participate and cast their votes through e-voting. The registered office of the company situated at Mumbai was deemed as the venue for this AGM and proceedings of the AGM shall be deemed to be conducted at the Registered Office.

Ms. Katare then introduced the Board Members and Key Managerial Personnel of the Company attending the AGM. She further informed that Mr. Mahesh Fogla, Independent Director, who was appointed on the Board on 15<sup>th</sup> June 2021, has tendered his resignation with effect from 20<sup>th</sup> September 2022.

The Board Members then introduced themselves and informed that they were attending the AGM through VC mode from their respective locations.

Ms. Katare then announced that key executives and senior management of the Company have joined the AGM from their respective locations.

Ms. Katare then informed the participants that pursuant to the provisions of Section 146 of the Companies Act 2013, the Statutory Auditor of the Company, Mr. H.K Shah partner at M/s. H.K Shah & Co., and Ms. Komal Wankhede, representative of Secretarial Auditor had joined this meeting. Mr. Chintal D. Sakaria, Practicing Company Secretary was also present at the AGM and he was the Scrutinizer to conduct the poll process in a fair and transparent manner.

Ms. Katare then informed that the Secretarial Auditor have given unqualified opinion on the Secretarial Audit report for the FY 2021-22 and the same was taken as read.

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She further added that since there were no qualifications in the Statutory Auditors' Report and Secretarial Auditors' Report, it was taken as read. Secretarial Auditor report was enclosed as Annexure I to the Board's report on Page number 23 of the Annual Report. Statutory Auditors' report on Financial Statements was available on Page Number 55 of the Annual Report.

Ms. Katare then stated that the requisite quorum was present through video conferencing mode to conduct the proceedings of this meeting. Participation of members through video conferencing was being reckoned for the purpose of quorum as per the circulars issued by MCA and Section 103 of the Companies Act, 2013.

The quorum being present, she requested the Chairman to call this meeting to order and address the Shareholders.

The Chairman of the AGM, Mr. Govinder Singh having ascertained that the requisite quorum fixed for the AGM was present, declared the AGM to order and addressed the Shareholders. Mr. Singh, then, gave a brief on financial performance of the Company for the year 2021-22.

He then informed the Shareholders that the proceedings of the AGM would be conducted by Ms. Shilpa Katare and requested her to take the Shareholders through the poll process.

Ms. Katare then requested the members to note that the Register of Directors and Key Managerial Personnel of the company had been made available electronically for inspection by the members. Members seeking to inspect such documents were requested vide the AGM Notice dated September 3, 2022 to mail their requests to [cs@indiahomeloan.co.in](mailto:cs@indiahomeloan.co.in).

She further informed that the Company had received requests from various members to register them as speakers at the meeting. It was also requested to note that the Company reserves the right to limit the number of members asking questions depending on the availability of time at the AGM.

As the Notice was already circulated to all the members, Ms. Katare then took the Notice convening the AGM as read. Ms. Katare then brought to the notice of the shareholders that, as required under the Companies Act, 2013, the Company had provided the facility to cast votes electronically, on all resolutions set forth in the Notice. Members who had not cast their vote through remote e-voting and who were participating in this meeting were extended an opportunity to cast their votes through the e-voting system provided by National Securities Depository Limited at the AGM. Members were also requested to note that there will be no voting by show of hands.

She further added that the Company had facilitated two modes of voting, the first one being remote e-voting, it was made available to all shareholders holding shares as on the cut-off date, September 23, 2022 and the second one being direct voting made available post question and answer session for the shareholders who have not exercised their right to vote during the remote e-voting period.

Ms. Katare then informed that the consolidated results of the remote E-voting and e-voting during the AGM shall be made public and intimated to the Stock Exchange within 48 hours of conclusion of the AGM and the same shall be posted on the company's website and the website

*m. rajan*





of Purva Sharegistry (India) Private Limited, the RTA of the Company and National Securities Depository Limited.

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Ms. Katare then thanked all the participants for joining the 32<sup>nd</sup> AGM and then requested the moderator to announce the name of speaker shareholder present at the meeting and requested Mr. Singh to respond to the queries.

The queries and concerns raised by the speaker shareholder Mr. Amit Bagaria were satisfactorily addressed by the Chairman and Mr. Mahesh N. Pujara, Managing Director of the Company.

She then announced that the floor for the Q&A session was open. To avoid repetition, Mr. Govinder Singh, Chairman for the Annual General Meeting was requested to respond to all the questions.

There were no further queries or clarification sought by the members present at the meeting.

Mr. Singh, then thanked all the shareholders for attending the meeting. He further authorised Ms. Shilpa Katare, Company Secretary, to declare the result of the voting and place the results on the website of the Company at the earliest and that the resolutions, as set forth in the Notice, shall be deemed to be passed subject to receipt of requisite number of votes.

Thereafter, voting on the following items of business, as per the Notice of AGM dated September 3, 2022, was started for those shareholders who had not voted through remote e-voting and the aid voting was open for a period of 15 minutes:

SR. NO.	PARTICULAR(S)
A. ORDINARY BUSINESS:	
Item No. 1	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2022 together with the Reports of the Board of Directors and Auditors thereon.
Item No. 2	To re-appoint Mr. Mitesh M. Pujara (DIN: 02143047) as a Director liable to retire by rotation.
Item No. 3	Appointment of Statutory Auditor of the Company
B. SPECIAL BUSINESS:	
Item No. 4	Re-appointment of Mr. Govinder Singh as an Independent Director for a second term
Item No. 5	Increase in Investment limits for Non-resident Indians and Overseas Citizens of India

Yours Faithfully  
For **India Home Loan Limited**

  
**Mahesh N. Pujara**  
Managing Director  
DIN: 01985578





**INDIA HOME  
LOAN LTD.**

CIN: L65910MH1990PLC059499  
GSTIN : 27AAACM5101F1ZO

October 1, 2022

To,  
The Secretary  
The Bombay Stock Exchange,  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai- 400 001.

**Scrip Code: 530979 and 959722**

**Sub: Disclosures under Securities and Exchange Board of India (Listing Regulations & Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") – 32<sup>nd</sup> Annual General Meeting of India Home Loan Limited ("the Company")**

Dear Sirs/Madam,

We wish to inform you that the Thirty-second (32<sup>nd</sup>) Annual General Meeting (AGM) of the Company was held on September 30, 2022 at 3:00 P.M. IST, through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") facility.

In this regard, we hereby submit the following:

- i) Details of the voting results of the aforesaid AGM pursuant to the requirement of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, on ordinary and special resolutions specified in the AGM Notice dated September 3, 2022. The detailed voting results consolidating the results of remote e-voting with the results of e-voting during the AGM is enclosed as Annexure – I.
- ii) Report of the Scrutinizer dated October 1, 2022 in compliance with the provisions of Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration), Rules 2014 as Annexure - II.

The Voting Results along with the Scrutinizer's Report is available on the website of the Company i.e. [www.indiahomeloan.co.in](http://www.indiahomeloan.co.in) and will also be made available on the website of National Securities Depository Limited i.e. [www.nsdl.co.in](http://www.nsdl.co.in).

We request you to kindly take the above intimation on record.

Thanking you,

Yours faithfully  
For India Home Loan Limited

  
Mahesh N. Pujara  
Managing Director  
DIN: 01985578  
Enclosed: As above



**Details of results of remote e-voting and e-voting at the AGM pursuant to Regulation 44(3) of the SEBI Listing Regulations**

Day & Date of the Meeting	Friday, 30 <sup>th</sup> September 2022
Total Number of Shareholders as on the cut-off date	2646
No. of Shareholders present in the Meeting either in person or through proxy:	Not Applicable
➤ Promoter and Promoter Group	
➤ Public	
E-voting period	Remote e-voting: September 27, 2022 (9:00 a.m.) to September 29, 2022 (5:00 p.m.) e-voting at the AGM: September 30, 2022 (3.27 p.m. to 3.42 p.m.)
No. of Shareholders who attended the meeting through video conferencing -	27
➤ Promoter and Promoter Group	6
➤ Public	21

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<b>Resolution No. 1</b>		<b>To receive, consider and adopt Audited Financial Statements of the Company for the Financial Year ended March 31, 2022</b>						
<b>Resolution Required:</b>		<b>Ordinary Resolution</b>						
<b>Whether promoter/promoter group are interested in the resolution?</b>		<b>No</b>						
Category/ Mode of Voting	No. of Shares held	No. of valid votes polled	% of valid Votes Polled on outstandin g Shares	No. of valid Votes-in favour	No. of valid Votes- Against	% of valid votes polled in favour	% of valid votes polled against	
		(1)	(2)	(3)={(2)/(1)}*100	(4)	(5)	(6)={(4)/(2)}*100	(7)={(5)/(2)}*100
<b>Promoter and Promoter group</b>	Remote E-Voting	3338775	64.56	3338775	0	100.00	0.00	
	E-Voting at AGM	5171585	0	0	0	0.00	0.00	
	<b>Total</b>	<b>3338775</b>	<b>64.56</b>	<b>3338775</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>	
<b>Public Institution</b>	Remote E-Voting	3499030	99.7122	3499030	0	100.00	0.00	
	E-Voting at AGM	3509130	0	0	0	0.00	0.00	
	<b>Total</b>	<b>3499030</b>	<b>99.7122</b>	<b>3499030</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>	
<b>Public Non-Institution</b>	Remote E-Voting	5601040	2251886	40.2048	2251881	5	99.9998	0.0002
	E-Voting at AGM	5601040	80	0.0014	80	0	100.00	0.00
	<b>Total</b>	<b>5601040</b>	<b>2251966</b>	<b>40.2062</b>	<b>2251961</b>	<b>5</b>	<b>99.9998</b>	<b>0.0002</b>
<b>Total</b>		<b>14281755</b>	<b>9089771</b>	<b>63.6460</b>	<b>9089766</b>	<b>5</b>	<b>99.9999</b>	<b>0.0001</b>

**Details of Invalid Votes:**

<b>Total number of members (in person or by proxy) whose votes were declared invalid</b>	<b>Total number of votes cast by them</b>
Nil	Nil

*M. H. Rajan*



<b>Resolution No. 2</b>		<b>Re-appointment of Mr. Mitesh M. Pujara as Director liable to retire by rotation</b>						
<b>Resolution Required:</b>		<b>Ordinary Resolution</b>						
<b>Whether promoter/promoter group are interested in the resolution?</b>		<b>No</b>						
<b>Category/ Mode of Voting</b>	<b>No. of Shares held</b>	<b>No. of valid votes polled</b>	<b>% of valid Votes Polled on outstandin g Shares</b>	<b>No. of valid Votes-in favour</b>	<b>No. of valid Votes- Against</b>	<b>% of valid votes polled in favour</b>	<b>% of valid votes polled against</b>	
		<b>(1)</b>	<b>(2)</b>	<b>(3)={{(2)/(1)}}*100</b>	<b>(4)</b>	<b>(5)</b>	<b>(6)={{(4)/(2)}}*100</b>	<b>(7)={{(5)/(2)}}*100</b>
Promoter and Promoter group	Remote E-Voting	3338775	64.56	3338775	0	100.00	0.00	
	E-Voting at AGM	0	0.00	0	0	0.00	0.00	
	<b>Total</b>	<b>3338775</b>	<b>64.56</b>	<b>3338775</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>	
Public Institution	Remote E-Voting	3499030	99.7122	3499030	0	100.00	0.00	
	E-Voting at AGM	0	0.00	0	0	0.00	0.00	
	<b>Total</b>	<b>3499030</b>	<b>99.7122</b>	<b>3499030</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>	
Public Non-Institution	Remote E-Voting	2251886	40.2048	2251581	305	99.9865	0.0135	
	E-Voting at AGM	80	0.0014	80	0	100.00	0.00	
	<b>Total</b>	<b>2251966</b>	<b>40.2062</b>	<b>2251661</b>	<b>305</b>	<b>99.9865</b>	<b>0.0135</b>	
<b>Total</b>		<b>14281755</b>	<b>9089771</b>	<b>63.6460</b>	<b>9089466</b>	<b>305</b>	<b>99.9966</b>	<b>0.0034</b>

**Details of Invalid Votes:**

<b>Total number of members (in person or by proxy) whose votes were declared invalid</b>	<b>Total number of votes cast by them</b>
Nil	Nil

*m.m. Pujara*



Resolution No. 3		Appointment of Statutory Auditors of the Company					
Resolution Required:		Ordinary Resolution					
Whether promoter/promoter group are interested in the resolution?		No					
Category/ Mode of Voting	No. of Shares held	No. of valid votes polled	% of valid Votes Polled on outstandin g Shares	No. of valid Votes-in favour	No. of valid Votes- Against	% of valid votes polled in favour	% of valid votes polled against
		(1)	(2)={{(2)/(1)}}*100	(3)	(4)	(5)	(6)={{(4)/(2)}}*100
Promoter and Promoter group	Remote E-Voting	3338775	64.56	3338775	0	100.00	0.00
	E-Voting at AGM	0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>3338775</b>	<b>64.56</b>	<b>3338775</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public Institution	Remote E-Voting	3499030	99.7122	3499030	0	100.00	0.00
	E-Voting at AGM	0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>3499030</b>	<b>99.7122</b>	<b>3499030</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public Non-Institution	Remote E-Voting	2251886	40.2048	2251881	5	99.9998	0.0002
	E-Voting at AGM	80	0.0014	80	0	100.00	0.0000
	<b>Total</b>	<b>2251966</b>	<b>40.2062</b>	<b>2251961</b>	<b>5</b>	<b>99.9998</b>	<b>0.0002</b>
<b>Total</b>	<b>14281755</b>	<b>9089771</b>	<b>63.6460</b>	<b>9089766</b>	<b>5</b>	<b>99.9999</b>	<b>0.0001</b>

**Details of Invalid Votes:**

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

*m.m. Rajan*



Resolution No. 4		Re-appointment of Mr. Govinder Singh as an Independent Director for a second term						
Resolution Required:		Special Resolution						
Whether promoter/promoter group are interested in the resolution?		No						
Category/ Mode of Voting		No. of Shares held	No. of valid votes polled	% of valid Votes Polled on outstandin g Shares	No. of valid Votes-in favour	No. of valid Votes- Against	% of valid votes polled in favour	% of valid votes polled against
		(1)	(2)	(3)={{(2)/(1)}}*100	(4)	(5)	(6)={{(4)/(2)}}*100	(7)={{(5)/(2)}}*100
Promoter and Promoter group	Remote E-Voting	5171585	3338775	64.56	3338775	0	100.00	0.00
	E-Voting at AGM		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>3338775</b>	<b>64.56</b>	<b>3338775</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public Institution	Remote E-Voting	3509130	3499030	99.7122	3499030	0	100.00	0.00
	E-Voting at AGM		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>3499030</b>	<b>99.7122</b>	<b>3499030</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public Non-Institution	Remote E-Voting	5601040	2249994	40.1710	2249689	305	99.9864	0.0136
	E-Voting at AGM		80	0.0014	80	0	100.00	0.0000
	<b>Total</b>		<b>2250074</b>	<b>40.1724</b>	<b>2249769</b>	<b>305</b>	<b>99.9864</b>	<b>0.0136</b>
<b>Total</b>		<b>14281755</b>	<b>9087879</b>	<b>63.6328</b>	<b>9087574</b>	<b>305</b>	<b>99.9966</b>	<b>0.0034</b>

**Details of Invalid Votes:**

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

*m. rajiv*



Resolution No. 5		Increase in Investment limits for Non-resident Indians and Overseas Citizens of India						
Resolution Required:		Special Resolution						
Whether promoter/promoter group are interested in the resolution?		No						
Category/ Mode of Voting	No. of Shares held	No. of valid votes polled	% of valid Votes Polled on outstandin g Shares	No. of valid Votes-in favour	No. of valid Votes- Against	% of valid votes polled in favour	% of valid votes polled against	
		(1)	(2)	(3)={(2)/(1)}*100	(4)	(5)	(6)={(4)/(2)}*100	(7)={(5)/(2)}*100
Promoter and Promoter group	Remote E-Voting	3338775	64.56	3338775	0	100.00	0.00	
	E-Voting at AGM	5171585	0	0	0	0.00	0.00	
	<b>Total</b>		<b>3338775</b>	<b>64.56</b>	<b>3338775</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public Institution	Remote E-Voting	3499030	99.7122	3499030	0	100.00	0.00	
	E-Voting at AGM	3509130	0	0	0	0.00	0.00	
	<b>Total</b>		<b>3499030</b>	<b>99.7122</b>	<b>3499030</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public Non-Institution	Remote E-Voting	5601040	2249994	40.1710	2249689	305	99.9864	0.0136
	E-Voting at AGM		80	0.0014	80	0	100.00	0.0000
	<b>Total</b>		<b>2250074</b>	<b>40.1724</b>	<b>2249769</b>	<b>305</b>	<b>99.9864</b>	<b>0.0136</b>
<b>Total</b>		<b>14281755</b>	<b>9087879</b>	<b>63.6328</b>	<b>9087574</b>	<b>305</b>	<b>99.9966</b>	<b>0.0034</b>

**Details of Invalid Votes:**

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



**FORM No. MGT-13**  
**Consolidated Report of Scrutinizer**

*[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) of the Companies (Management and Administration) Rules, 2014 read with amendments made thereto and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]*

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To,  
Mr. Govinder Singh  
Chairman  
**India Home Loan Limited**  
**(CIN: L65910MH1990PLC059499)**  
504-Nirmal Ecstasy, 6<sup>th</sup> Floor,  
J.S. Dosa Road, Mulund West,  
Mumbai -400080

Dear Sir,

1. I, **Chintal D Sakaria** (Membership No. FCS 9477 / C.P No. 20063) of M/s. C D Sakaria & Associates, Practicing Company Secretaries, have been appointed as scrutinizer, by the Board of Directors of India Home Loan Limited (hereinafter referred to as 'the Company') for the purpose of scrutinizing the remote e-voting and e-voting during 32<sup>nd</sup> Annual General Meeting (AGM) and ascertaining the requisite majority on the remote e-voting as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 on the Resolutions contained in the Notice of the 32<sup>nd</sup> AGM of the Shareholders of the Company, held on Friday, September 30, 2022 at 3.00 p.m. (IST) through Video Conferencing /Other Audio Visual Means.
2. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made thereunder and General Circular Nos. 14/2020, 17/2020, 20/2020 and 02/2021, 2/2022 dated 8<sup>th</sup> April, 2020, 13<sup>th</sup> April, 2020, 5<sup>th</sup> May, 2020, 13<sup>th</sup> January, 2021 and May 5, 2022 respectively, issued by Ministry of Corporate Affairs (MCA) (hereinafter referred to as 'MCA Circulars') and Securities and Exchange Board of India Circular No. SEBI/HO/CFD/CMD1/ CIR/P/2020/79 dated 12<sup>th</sup> May 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15<sup>th</sup> January 2021 and SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 (referred to as "SEBI Circulars") relating to remote e-voting and e-voting during the AGM on the resolutions contained in the AGM Notice. My responsibility as a Scrutinizer

was to ensure that the voting process was conducted in a fair and transparent manner and submit a consolidated Scrutinizer's Report on the voting on the Resolutions based on the reports generated from the electronic voting system provided by the National Securities Depository Limited ('NSDL'), the agency appointed to provide remote e-voting facilities and voting at the AGM conducted by the same e-voting system of NSDL which was used during remote e-voting.

3. Further to above, I submit my report as under:

- 3.1. Pursuant to the above referred MCA Circulars and SEBI Circulars, the Notice of the 32<sup>nd</sup> AGM was sent through electronic mode to all those Members whose email addresses were registered with the Company/Depositories along with the link of the Annual Report of the Company and detailed procedure to be followed by the Members for casting their votes electronically as provided under the Rules and MCA Circulars.
- 3.2. In compliance with the MCA Circulars, the Company has published Public Notice advertisements in newspapers viz., 'Financial Express' and 'Mumbai Lakshadeep', Mumbai on September 8, 2022. The Public Notice provided all the required information as specified in the said MCA Circulars and the Companies (Management and Administration) Rules, 2014.
- 3.3. The Members of the Company as on the 'Cut-off' date i.e. Friday, September 23, 2022 were entitled to vote on the Resolutions (item nos. 1 to 5) as set out in the Notice of the 32<sup>nd</sup> AGM.
- 3.4. At the 32<sup>nd</sup> AGM held on Friday, September 30, 2022, an announcement was made that the Members who have not exercised their votes through remote e-voting facility provided by NSDL may, if they wish to, exercise their votes through e-voting system which was provided by NSDL during the AGM.
- 3.5. The remote e-voting commenced on Tuesday, September 27, 2022 (9.00 a.m.) (IST) and ended on Thursday, September 29, 2022 (5.00 p.m.) (IST). The remote e-voting platform was disabled by NSDL thereafter and the facility for casting the votes through e-voting was available during the AGM.
- 3.6. After the closure of e-voting at the AGM, the report on e-voting was diligently scrutinized and the votes cast under remote e-voting facility were thereafter unblocked. I have scrutinized and reviewed the remote e-voting and voting during the AGM and votes cast therein based on the data downloaded from the NSDL e-voting system.

My consolidated report on the results of voting through remote e-voting and e-voting during the AGM is as under: -

**ORDINARY BUSINESS:**

**Item No. 1 - As an Ordinary Resolution:-**

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2022 together with the Reports of the Board of Directors and Auditors thereon.

**Voting Details:**

Total No. of members who have Voted through		Total No. of Votes cast		Total No. of valid Votes		% of valid Votes cast		Total No. of invalid Votes		% of invalid Votes cast	
Remote e-voting	E-voting at AGM	Remote e-voting	E-voting at AGM	Remote e-voting	E-voting at AGM	Remote e-voting	E-voting at AGM	Remote e-voting	E-voting at AGM	Remote e-voting	E-voting at AGM
42	4	9089691	80	9089691	80	100.00	100.00	Nil	Nil	Nil	Nil
46		9089771		9089771		100.00		Nil		Nil	

In Favour				Against			
Remote e-voting	E-voting at AGM	Total No. of Votes in favour	% of votes in favour	Remote e-voting	E-voting at AGM	Total No. of Votes Against	% of votes against
9089686	80	9089766	99.99	5	Nil	5	0.01

**Item No. 2: - As an Ordinary Resolution:-**

Re-appointment of Mr. Mitesh M. Pujara as a Director liable to retire by rotation.

**Voting Details:**

Total No. of members who have Voted through		Total No. of Votes cast		Total No. of valid Votes		% of valid Votes cast		Total No. of invalid Votes		% of invalid Votes cast	
Remote e-voting	E-voting at AGM	Remote e-voting	E-voting at AGM	Remote e-voting	E-voting at AGM	Remote e-voting	E-voting at AGM	Remote e-voting	E-voting at AGM	Remote e-voting	E-voting at AGM
42	4	9089691	80	9089691	80	100.00	100.00	Nil	Nil	Nil	Nil
46		9089771		9089771		100.00		Nil		Nil	

In Favour				Against			
Remote e-voting	E-voting at AGM	Total No. of Votes in favour	% of votes in favour	Remote e-voting	E-voting at AGM	Total No. of Votes Against	% of votes against
9089386	80	9089466	99.99	305	Nil	305	0.01

**Item No. 3: - As an Ordinary Resolution:-**

To appoint M/s. H. K. Shah & Co., Chartered Accountants, (Firm Registration No.(FRN) 109583W), as statutory auditors to hold office for a period of 5 (five) consecutive years from the conclusion of Thirty Second Annual General Meeting till the conclusion of the Thirty Seventh Annual General Meeting.

**Voting Details:**

Total No. of members who have Voted through		Total No. of Votes cast		Total No. of valid Votes		% of valid Votes cast		Total No. of invalid Votes		% of invalid Votes cast	
Remote e-voting	E-voting at AGM	Remote e-voting	E-voting at AGM	Remote e-voting	E-voting at AGM	Remote e-voting	E-voting at AGM	Remote e-voting	E-voting at AGM	Remote e-voting	E-voting at AGM
42	4	9089691	80	9089691	80	100.00	100.00	Nil	Nil	Nil	Nil
46		9089771		9089771		100.00		Nil		Nil	

In Favour				Against			
Remote e-voting	E-voting at AGM	Total No. of Votes in favour	% of votes in favour	Remote e-voting	E-voting at AGM	Total No. of Votes Against	% of votes against
9089686	80	9089766	99.99	5	Nil	5	0.01

**SPECIAL BUSINESS:**

**Item No. 4: - As a Special Resolution: -**

Re-appointment of Mr. Govinder Singh as an Independent Director for a second term of two consecutive years commencing with effect from 11th July 2022.

**Voting Details:**

Total No. of members who have Voted through		Total No. of Votes cast		Total No. of valid Votes		% of valid Votes cast		Total No. of invalid Votes		% of invalid Votes cast	
Remote e-voting	E-voting at AGM	Remote e-voting	E-voting at AGM	Remote e-voting	E-voting at AGM	Remote e-voting	E-voting at AGM	Remote e-voting	E-voting at AGM	Remote e-voting	E-voting at AGM
41	4	9087799	80	9087799	80	100.00	100.00	Nil	Nil	Nil	Nil
45		9087879		9087879		100.00		Nil		Nil	

In Favour				Against			
Remote e-voting	E-voting at AGM	Total No. of Votes in favour	% of votes in favour	Remote e-voting	E-voting at AGM	Total No. of Votes Against	% of votes against
9087494	80	9087574	99.99	305	Nil	305	0.01

**Chintal D Sakaria**  
FCS, PGDFM, B. Com

*C D Sakaria & Associates*  
*Practicing Company Secretaries*

**Item No. 5: - As a Special Resolution: -**

**Increase in Investment limits for Non-resident Indians and Overseas citizens of India from 10% to 24% of the paid-up equity share capital of the Company.**

**Voting Details:**

Total No. of members who have Voted through		Total No. of Votes cast		Total No. of valid Votes		% of valid Votes cast		Total No. of invalid Votes		% of invalid Votes cast	
Remote e-voting	E-voting at AGM	Remote e-voting	E-voting at AGM	Remote e-voting	E-voting at AGM	Remote e-voting	E-voting at AGM	Remote e-voting	E-voting at AGM	Remote e-voting	E-voting at AGM
41	4	9087799	80	9087799	80	100.00	100.00	Nil	Nil	Nil	Nil
45		9087879		9087879		100.00		Nil		Nil	

In Favour				Against			
Remote e-voting	E-voting at AGM	Total No. of Votes in favour	% of votes in favour	Remote e-voting	E-voting at AGM	Total No. of Votes Against	% of votes against
9087494	80	9087574	99.99	305	Nil	305	0.01

4. Based on the above Voting results, the Resolution Nos. 1, 2, 3, 4 and 5 are deemed to *have been passed* by the Members of the Company with the requisite majority on the date of the AGM i.e., September 30, 2022.
5. The Register to record the assent or dissent received has been maintained electronically. It contained the particulars of name, folio number or client ID of the shareholders, number of shares held by them, nominal value of such shares. There were no shares with differential voting rights in the Company; hence there is no requirement of maintaining of the list of shares with differential voting rights.

**For C D Sakaria & Associates**  
**Company Secretaries**

Digitally signed  
by Chintal  
Dharamchand  
Sakaria  
Date: 2022.10.01  
09:33:39 +05'30'

**Chintal D Sakaria**  
**Proprietor**  
**Membership No.: F9477**  
**C.P. No.: 20063**  
**UDIN: F009477D001107002**  
**Place: Mumbai**  
**Date: October 1, 2022**

Countersigned by:

Shupa Katave  
Company Secretary & Compliance officer  
A65883



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