



**GRUH
FINANCE
LIMITED**

We help you build homes

SEC: 2015:
June 27, 2015

FAX No : 022 – 2272 3121 / 3719

FAX No. : 022 – 26598237 / 38

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

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

BSE Code No: 511288

Symbol: GRUH

Kind Atten: Manager - Listing

Dear Sir,

Sub: Clause No: 35A of the Listing Agreement – Voting Results

In accordance with the Clause No: 35A of the Listing Agreement, we write to inform you that the Shareholders in their Twenty-Ninth Annual General Meeting held on June 26, 2015 have transacted the following business:

Sr. No.	Description	Particulars		
A	Date of the AGM	June 26, 2015		
B	Book-Closure Date	June 18, 2015 to June 26, 2015*		
C	Total number of shareholders on record date	46164		
D	No. of Shareholders present in the meeting either in person or through proxy			
	Shareholders	Present in person	Present through Proxy	Total
	Promoter and Promoter Group	1	-	1
	Public	76	5	81
	Total	77	5	82
E	No. of Shareholders attended the meeting through Video Conferencing			

* cut-off date for the purpose of determining the shareholders eligible for e-voting was June 19, 2015

Outcome of the 29TH Annual General Meeting of the Shareholders of the Company:

The 29TH Annual General Meeting of the shareholders of the Company was held on Friday, June 26, 2015 at 10.30 a.m. H.T. Parekh Convention Centre, Ahmedabad Management Association (AMA), ATIRA Campus, Dr Vikram Sarabhai Marg, Ahmedabad 380 015.



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



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The shareholders have transacted the following business :

(Mode of Voting : E-voting through NSDL evoting and voting by ballot at the AGM venue)

Item No.	Description	Particulars
Ordinary Business		
1	Adoption of audited financial statement and Reports of the Board of Directors and the Auditors thereon for the year ended March 31, 2015:	<u>Type of resolution : Ordinary resolution</u> Mode of voting: E-voting and ballot at AGM The resolution was passed by majority vote
2	Declaration of Dividend on Equity Shares for the Financial Year 2014-15	<u>Type of resolution : Ordinary resolution</u> Mode of voting: E-voting and ballot at AGM The resolution was passed by majority vote
3	Re-appointment of Mr. K. G. Krishnamurthy (DIN: 0012579) who retires by rotation.	<u>Type of resolution : Ordinary resolution</u> Mode of voting: E-voting and ballot at AGM The resolution was passed by majority vote
4	Ratification of appointment of M/s. Sorab S. Engineer & Co., Chartered Accountants (Firm Registration No 110417W) as the Auditors of the Company and fixing their remuneration	<u>Type of resolution : Ordinary resolution</u> Mode of voting: E-voting and ballot at AGM The resolution was passed by majority vote
Special Business		
5	Appointment of Mr. Biswamohan Mahapatra (DIN: 06990345) as an Independent Director of the Company.	<u>Type of resolution : Ordinary resolution</u> Mode of voting: E-voting and ballot at AGM The resolution was passed by majority vote
6	Approval for re-appointment of Mr Kamlesh Shah (DIN : 03092230) as whole time director designated as an Executive Director for the period from April 16, 2015 to March 31, 2017.	<u>Type of resolution : Ordinary resolution</u> Mode of voting: E-voting and ballot at AGM The resolution was passed by majority vote
7	Special Resolution - Approval for issue of Redeemable Non Convertible Debentures (NCDs) upto an amount not exceeding Rs.2000 crores and issue of Unsecured Redeemable Subordinated Debt – Tier II NCDs upto an amount of Rs.115 crores (both aggregating to Rs.2115 crores):	<u>Type of resolution : Special resolution</u> Mode of voting: E-voting and ballot at AGM The resolution was passed by majority vote

We request you to please take the same on record and acknowledge.

Thanking you
Yours sincerely
For GRUH Finance Limited


Marcus Lobo
Company Secretary



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GRUH Finance Limited

Promoter /Public	Number of Shares	Number of Votes	% of Votes polled on Outstanding shares	Number of Votes in favour	Number of Votes Against	% of Votes in favour on Votes polled	% of Votes Against on Votes polled
Resolution No : 1 : Adoption of the Audited Financial Statement and Reports of the Board of Directors and the Auditors thereon for the year ended March 31, 2015.							
Mode of Voting: (E-voting)							
Promoter and Promoter Group	213077850	213077850	100.0000	213077850	0	100.0000	0.0000
Public Institutional Holders	55468785	13803843	24.8858	13803843	0	100.0000	0.0000
Public-Others	94941525	3363605	3.5428	3363506	99	99.9971	0.0029
Total(A)	363488160	230245298	63.3433	230245199	99	100.0000	0.0000
Mode of Voting: (Poll)							
Promoter and Promoter Group	213077850	0	0.0000	0	0	0.0000	0.0000
Public Institutional Holders	55468785	1700000	3.0648	1700000	0	100.0000	0.0000
Public-Others	94941525	379276	0.3995	379274	2	99.9995	0.0005
Total(B)	363488160	2079276	0.5720	2079274	2	99.9999	0.0001
Result (A+B)	363488160	232324574	63.9153	232324473	101	100.0000	0.0000



GRUH Finance Limited

Promoter /Public	Number of Shares	Number of Votes	% of Votes polled on Outstanding shares	Number of Votes in favour	Number of Votes Against	% of Votes in favour on Votes polled	% of Votes Against on Votes polled
Resolution No : 2 : Declaration of Dividend on Equity Shares							
Mode of Voting: (E-voting)							
Promoter and Promoter Group	213077850	213077850	100.0000	213077850	0	100.0000	0.0000
Public Institutional Holders	55468785	13803843	24.8858	13803843	0	100.0000	0.0000
Public-Others	94941525	3363616	3.5428	3363616	0	100.0000	0.0000
Total(A)	363488160	230245309	63.3433	230245309	0	100.0000	0.0000
Mode of Voting: (Poll)							
Promoter and Promoter Group	213077850	0	0.0000	0	0	0.0000	0.0000
Public Institutional Holders	55468785	1700000	3.0648	1700000	0	100.0000	0.0000
Public-Others	94941525	379276	0.3995	379274	2	99.9995	0.0005
Total(B)	363488160	2079276	0.5720	2079274	2	99.9999	0.0001
Result (A+B)	363488160	232324585	63.9153	232324583	2	100.0000	0.0000



GRUH Finance Limited

Promoter /Public	Number of Shares	Number of Votes	% of Votes polled on Outstanding shares	Number of Votes in favour	Number of Votes Against	% of Votes in favour on Votes polled	% of Votes Against on Votes polled
Resolution No : 3 : Re-appointment of Mr. K.G. Krishnamurthy (DIN : 00012579) who retires by rotation.							
Mode of Voting: (E-voting)							
Promoter and Promoter Group	213077850	213077850	100.0000	213077850	0	100.0000	0.0000
Public Institutional Holders	55468785	13803843	24.8858	13769670	34173	99.7524	0.2476
Public-Others	94941525	3362460	3.5416	3361317	1143	99.9660	0.0340
Total(A)	363488160	230244153	63.3430	230208837	35316	99.9847	0.0153
Mode of Voting: (Poll)							
Promoter and Promoter Group	213077850	0	0.0000	0	0	0.0000	0.0000
Public Institutional Holders	55468785	1700000	3.0648	1700000	0	100.0000	0.0000
Public-Others	94941525	379276	0.3995	379274	2	99.9995	0.0005
Total(B)	363488160	2079276	0.5720	2079274	2	99.9999	0.0001
Result (A+B)	363488160	232323429	63.9150	232288111	35318	99.9848	0.0152



GRUH Finance Limited

Promoter /Public	Number of Shares	Number of Votes	% of Votes polled on Outstanding shares	Number of Votes in favour	Number of Votes Against	% of Votes in favour on Votes polled	% of Votes Against on Votes polled
Resolution No : 4 : Ratification of appointment of M/s. Sorab S. Engineer & Co., (Firm Registration No. 110417W) as Auditors and fixing their remuneration.							
Mode of Voting: (E-voting)							
Promoter and Promoter Group	213077850	213077850	100.0000	213077850	0	100.0000	0.0000
Public Institutional Holders	55468785	13803843	24.8858	13803843	0	100.0000	0.0000
Public-Others	94941525	3360211	3.5392	3360085	126	99.9963	0.0037
Total(A)	363488160	230241904	63.3423	230241778	126	99.9999	0.0001
Mode of Voting: (Poll)							
Promoter and Promoter Group	213077850	0	0.0000	0	0	0.0000	0.0000
Public Institutional Holders	55468785	1700000	3.0648	1700000	0	100.0000	0.0000
Public-Others	94941525	379276	0.3995	379274	2	99.9995	0.0005
Total(B)	363488160	2079276	0.5720	2079274	2	99.9999	0.0001
Result (A+B)	363488160	232321180	63.9144	232321052	128	99.9999	0.0001



GRUH Finance Limited

Promoter /Public	Number of Shares	Number of Votes	% of Votes polled on Outstanding shares	Number of Votes in favour	Number of Votes Against	% of Votes in favour on Votes polled	% of Votes Against on Votes polled
Resolution No : 5 : Appointment of Mr. Biswamohan Mahapatra (DIN : 06990345) as an Independent Director.							
Mode of Voting: (E-voting)							
Promoter and Promoter Group	213077850	213077850	100.0000	213077850	0	100.0000	0.0000
Public Institutional Holders	55468785	13803843	24.8858	13803843	0	100.0000	0.0000
Public-Others	94941525	3362410	3.5416	3361985	425	99.9874	0.0126
Total(A)	363488160	230244103	63.3429	230243678	425	99.9998	0.0002
Mode of Voting: (Poll)							
Promoter and Promoter Group	213077850	0	0.0000	0	0	0.0000	0.0000
Public Institutional Holders	55468785	1700000	3.0648	1700000	0	100.0000	0.0000
Public-Others	94941525	379276	0.3995	379274	2	99.9995	0.0005
Total(B)	363488160	2079276	0.5720	2079274	2	99.9999	0.0001
Result (A+B)	363488160	232323379	63.9150	232322952	427	99.9998	0.0002



GRUH Finance Limited

Promoter /Public	Number of Shares	Number of Votes	% of Votes polled on Outstanding shares	Number of Votes in favour	Number of Votes Against	% of Votes in favour on Votes polled	% of Votes Against on Votes polled
Resolution No : 6 : Re-appointment of Mr Kamlesh Shah (DIN : 03092230) as whole time Director, designated as an Executive Director for the period from April 16, 2015 to March 31, 2017.							
Mode of Voting: (E-voting)							
Promoter and Promoter Group	213077850	213077850	100.0000	213077850	0	100.0000	0.0000
Public Institutional Holders	55468785	13803843	24.8858	13803843	0	100.0000	0.0000
Public-Others	94941525	3034464	3.1961	3032847	1617	99.9467	0.0533
Total(A)	363488160	229916157	63.2527	229914540	1617	99.9993	0.0007
Mode of Voting: (Poll)							
Promoter and Promoter Group	213077850	0	0.0000	0	0	0.0000	0.0000
Public Institutional Holders	55468785	1700000	3.0648	1700000	0	100.0000	0.0000
Public-Others	94941525	379276	0.3995	379274	2	99.9995	0.0005
Total(B)	363488160	2079276	0.5720	2079274	2	99.9999	0.0001
Result (A+B)	363488160	231995433	63.8248	231993814	1619	99.9993	0.0007



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Promoter /Public	Number of Shares	Number of Votes	% of Votes polled on Outstanding shares	Number of Votes in favour	Number of Votes Against	% of Votes in favour on Votes polled	% of Votes Against on Votes polled
Resolution No : 7 : Approval for issue of Redeemable Non Convertible Debentures (NCDs) upto an amount not exceeding Rs.2000 crores and issue of Unsecured Redeemable Subordinated Debt – Tier II NCDs upto an amount of Rs.115 crores (both aggregating to Rs.2115 crores)							
Mode of Voting: (E-voting)							
Promoter and Promoter Group	213077850	213077850	100.0000	213077850	0	100.0000	0.0000
Public Institutional Holders	55468785	13803843	24.8858	13769670	34173	99.7524	0.2476
Public-Others	94941525	3365153	3.5444	3364633	520	99.9845	0.0155
Total(A)	363488160	230246846	63.3437	230212153	34693	99.9849	0.0151
Mode of Voting: (Poll)							
Promoter and Promoter Group	213077850	0	0.0000	0	0	0.0000	0.0000
Public Institutional Holders	55468785	1700000	3.0648	1700000	0	100.0000	0.0000
Public-Others	94941525	379276	0.3995	379274	2	99.9995	0.0005
Total(B)	363488160	2079276	0.5720	2079274	2	99.9999	0.0001
Result (A+B)	363488160	232326122	63.9157	232291427	34695	99.9851	0.0149

