



**GRUH
FINANCE
LIMITED**

We help you build homes

SEC: 2019:
July 19, 2019

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 33rd AGM of the Company held on July 19, 2019:

This is to inform you that the 33rd Annual General Meeting of Members of the GRUH Finance Limited was held on Friday, July 19, 2019 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 Friday, July 19, 2019, 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) 2642 1671-75, 2656 0649

CIN : L65923GJ1986PLC008809 - Website : www.gruh.com

Summary of the proceeding of the 33rd Annual General Meeting of the Company held on July 19, 2019

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 33rd Annual General Meeting of GRUH Finance Limited is given below:

The 33rd Annual General Meeting (AGM) of the Company was held on Friday, July 19, 2019 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 33rd Annual General Meeting (AGM). All the remaining directors attended the meeting, which inter alia, included Mr. Biswamohan Mahapatra, the Chairman of the Audit Committee, Mr. Rajesh Gupta, the Chairman of the Stakeholders Relationship Committee (SRC), and Mr. S.G. Mankad, the Chairman of the Nomination and Remuneration Committee (NRC) of the Company. The representatives of the Statutory and Secretarial auditors also attended the meeting.

The requisite quorum being present, Chairman called the meeting to order and announced that the Company had received proxies from 3 shareholders in respect of 37,940 equity shares and has also received 1 Corporate Representation in respect of 34,79,68,926 shares of the Company.

84 members attended the meeting in person or through proxy.

Chairman gave an overview of the operations and the financial performance of the Company for the financial year ended March 31, 2019. Chairman also briefed on the status of the proposed merger process. 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 33rd AGM :

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, 2019.
2. Declaration of Dividend on Equity Shares
3. Appointment of Mr. Keki M. Mistry, (DIN 00008886), who retires by rotation and being eligible, offers himself for re-appointment.

Special Business

4. Special Resolution for Approval for issuance of Redeemable Non-Convertible Debentures (NCDs) upto an amount not exceeding Rs. 5000 crore and issuance of Unsecured Redeemable Subordinated Debt — Tier II NCDs upto an amount of Rs. 100 crore (both aggregating to Rs. 5100 crore) on private placement.
5. Special Resolution for approval for payment of Commission to Non-executive Directors
6. Special Resolution for Increase in limit of total shareholding of all Registered Foreign Portfolio Investors (FPIs) / Registered Foreign Institutional Investors (FIIs) put together from 24% to 40% of the paid-up equity share capital of the Company.

A subsidiary of HDFC Ltd

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

Tel. : (91) (79) 2642 1671-75, 2656 0649

CIN : L65923GJ1986PLC008809 - Website : www.gruh.com



**GRUH
FINANCE
LIMITED**

We help you build homes

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) 2642 1671-75, 2656 0649

CIN : L65923GJ1986PLC008809 - **Website :** www.gruh.com