



**RESULT DECLARED AT THE EXTRAORDINARY GENERAL MEETING
OF THE COMPANY HELD ON MARCH 30, 2015**

Pursuant to the provisions of Section 100 of the Companies Act 2013, an Extraordinary General Meeting of the Tata Capital Housing Finance Limited was convened on Monday, March 30, 2015 at 10.00 a.m in the Board Room, First Floor, One Forbes, Dr. V B Gandhi Marg, Fort, Mumbai – 400001, to seek the approval of the Members of the Company on the Resolutions contained in the Notice dated March 5, 2015.

Further, pursuant to the provisions of Section 108 of the Companies Act, 2013, read with Companies (Management and Administration) Rules, 2014, the Company had provided a facility to the Members to vote electronically ("e-voting") on the aforementioned Resolutions and had appointed Mr. Umesh Maskeri, Practising Company Secretary, as a Scrutiniser to conduct the e-voting process in a fair and a transparent manner. The e-voting period commenced on March 23, 2015 from 12.01 a.m. and concluded at 11.59 p.m. on the same day.

The Scrutinizer submitted his Report on the e-voting and the following results were announced on Monday, March 30, 2015 by the Chairman:

Particulars	In favour of the resolution			Against the resolution		
	No of share holders	No. of Shares/ e-votes	% of Shares/ e-votes	No. of Share holders	No. of Shares/ e-votes	% of Shares/ e-votes
Item No 1: Special Resolution Appointment of Ms. Anuradha E. Thakur as an Independent Director	7	25,33,33,332	100	Nil	Nil	Nil
Item No 2: Ordinary Resolution Private Placement of Non Convertible Debentures	7	25,33,33,332	100	Nil	Nil	Nil
Item No 3: Ordinary Resolution Increase in the Authorized Share Capital of the Company	7	25,33,33,332	100	Nil	Nil	Nil

TATA CAPITAL HOUSING FINANCE LIMITED

Tower A 1101 Peninsula Business Park Ganpatrao Kadam Marg Lower Parel Mumbai 400 013 India

Tel 91 22 6606 9000 Fax 91 22 6656 2699 Web www.tatacapital.com

Registered Office One Forbes Dr V B Gandhi Marg Fort Mumbai 400 001 India

Corporate Identity Number : U67190MH2008PLC187552



Particulars	In favour of the resolution			Against the resolution		
	No of share holders	No. of Shares/ e-votes	% of Shares/ e-votes	No. of Share holders	No. of Shares/ e-votes	% of Shares/ e-votes
Item No 4: Ordinary Resolution Issue and Offer of Compulsorily Convertible Cumulative Preference Shares	7	25,33,33,332	100	Nil	Nil	Nil

Accordingly, all the aforementioned Resolutions have been passed by the requisite majority of the Members of the Company. The resolutions as approved by the Members of the Company will form part of the Minutes of the Extraordinary General Meeting.

For TATA CAPITAL HOUSING FINANCE LIMITED

S. Balakrishna Kamath
Company Secretary

Place: Mumbai

Date: March 30, 2015

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Umesh P Maskeri
Practicing Company Secretary

B.Sc., CAIIB., L.Lb., FCS, PGDSL

4th Floor, Commissariat Building, 231, D N Road, Fort, Mumbai-400001

Corporate Office: No 304, Geetanjali Heights, Plot No.77, Sector 27, Near Presentation School, Nerul East
Navi Mumbai-400 706. Tel: 022 -27716918/19; Mobile: 09930178352; Email: umeshmaskeri@gmail.com

To
The Chairman
Tata Capital Housing Finance Limited
One Forbes
Dr. V.B Gandhi Marg, Fort
Mumbai- 400 001

March 24, 2015

Dear Sir,

**Sub: Scrutinizer's Report on e-voting conducted pursuant to the provisions of
Section 108 of the Companies Act, 2013 read with Rule 20 of the
Companies (Management and Administration) Rules, 2014**

Ref: Tata Capital Housing Finance Limited - EVSN 150227002

Tata Capital Housing Finance Limited ("Company"), has appointed me as the Scrutinizer to ensure that the provisions of voting through electronic means ("e-voting"), as prescribed under Section 108 of the Companies Act, 2013 ("Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ("Rules") were duly complied, with respect to the matters proposed at the Extra Ordinary General Meeting ("EGM") of the Company scheduled on March 30, 2015.

As required under Section 101 and 108 of the Act and the Companies (Management and Administration) Rules, 2014, Notice of the EGM dated March 5, 2015 along with the Explanatory Statement under Section 102 of the Act were sent to the Members of the Company, as on the Record Date of February 27, 2015, containing instructions on voting electronically through the electronic system of the Central Depository Services (India) Limited ("CDSL") on the following matters:

Item No. 1: Appointment of Ms. Anuradha E. Thakur as an Independent Director

Item No. 2: Private Placement of Non Convertible Debentures

Item No. 3: Increase in the Authorized Share Capital of the Company

Item No. 4: Issue and Offer of Compulsorily Convertible Cumulative Preference Shares

The e-voting period commenced at 12.01 a.m. on March 23, 2015 and concluded at 11.59 p.m. on the same day. Accordingly, the e-voting done during this period have been taken into account for ascertaining the votes cast in favour and against the resolution and the CDSL e-voting portal was blocked thereafter.



Umesh P. Maskeri
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Umesh P Maskeri
Practicing Company Secretary

B.Sc., CAIIB., L.Lb., FCS, PGDSL

A summary of the e-voting is furnished as Annexure-A. Based on the e-voting, the matters set out in item Nos. 1 to 4 of the EGM Notice have been passed with requisite majority.

The Register maintained in electronic form recording the assent or dissent received alongwith all the relevant records of e-voting will remain in my safe custody until the Chairman considers, approves and signs the minutes of the EGM and the same will be handed over to the Company Secretary for safe keeping.

The results of the aforesaid e-voting may accordingly be declared by the Chairman of the Company.

Thanking you,
Yours faithfully,

Umesh P. Maskeri

Umesh P. Maskeri
Scrutinizer
Practicing Company Secretary
COP No. 12704, FCS No 4831



ANNEXURE A

SUMMARY OF E-VOTING RESULTS OF TATA CAPITAL HOUSING FINANCE LIMITED

EVS N 150227002

PARTICULARS OF RESOLUTION	In favour of resolution			Against of resolution		
	No. of Share holders	No. of Shares/ e-votes	% Shares/ e-votes	No. of Share holders	No. of Shares/ e-votes	% Shares/ e-votes
No.1 Special Business, Ordinary Resolution Appointment of Ms. Anuradha E. Thakur as an Independent Director	7	253333332	100	Nil	Nil	Nil
No.2 Special Business, Special Resolution Private Placement of Non Convertible Debentures	7	253333332	100	Nil	Nil	Nil
No.3 Special Business, Special Resolution Increase in the Authorized Share Capital of the Company	7	253333332	100	Nil	Nil	Nil
No.4 Special Business, Special Resolution Issue and offer of Compulsorily Convertible Cumulative Preference Shares	7	253333332	100	Nil	Nil	Nil



Umesh P. Maskeri
UMESH P. MASKERI
 COMPANY SECRETARY
 4th Floor, Commissariat Building,
 231, DN Road, Fort,
 Mumbai - 400001.