

UMASHANKAR K. HEGDE
PRACTICING COMPANY SECRETARY

Consolidated Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014 as amended]

To,
The Chairman
Motilal Oswal Home Finance Limited

Meeting: Sixth Annual General Meeting ("AGM")

Date of Meeting: July 11, 2019

Time of Meeting: 4.00 p.m.

Venue: Motilal Oswal Tower, Rahimtullah Sayani Road, Opposite Parel S.T. Depot, Prabhadevi, Mumbai 400 025

Dear Sir,

I, Umashankar Hegde, Practicing Company Secretary having my office at B-401, Janki Niwas, Shree Rambalakdas Nagri CHS, Tapovan, Malad(E), Mumbai 400 097, was appointed as the Scrutinizer of Motilal Oswal Home Finance Limited for Remote e-voting and voting by Ballot Paper at the Sixth Annual General Meeting ("AGM") held on Thursday, July 11, 2019 at 4.00 p.m. at Motilal Oswal Tower, Rahimtullah Sayani Road, Opposite Parel ST Depot, Prabhadevi, Mumbai - 400025 in respect of resolutions set out in the Notice of the AGM dated June 14, 2019.

The Notice of the AGM along with the Annual Report for FY 2018-19 were sent to Members in electronic form to the Email IDs registered with their Depository Participants (in case of electronic shareholding)/ the Company (in case of physical shareholding). For Members whose Email IDs are not registered, physical copy of the Notice along with the Annual Report were sent by permitted mode.

In compliance with the provisions of the Section 108 of the Companies Act, 2013 ("the Act") read with the Rules made thereunder and other applicable provisions of the Act and Secretarial Standard on General Meetings ("SS-2") (as amended from time to time), the Company has also provided the facility to the Members to cast their votes on all the resolutions set out in the Notice of the AGM, by Remote e-voting (e-voting from a place other than venue of the Meeting) facility. Further, the Company also provided voting by Ballot Paper at the venue of the AGM to those members who attended the AGM and who had not voted through Remote e-voting.

B-401, JANKI NIWAS, SHREE RAMBLAKDAS NAGRI CHS, TAPOVAN, MALAD(E), MUMBAI 400097

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UMASHANKAR K. HEGDE
PRACTICING COMPANY SECRETARY
ACS NO. - 22193
MUMBAI

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The Members of the Company holding shares of the Company as on the "cut-off" date of July 4, 2019 were entitled to vote on the resolutions as contained in the Notice of AGM of the Company.

The period for remote e-voting commenced on Monday, July 8, 2019 at 9:30 a.m. (I.S.T) and ended at 5:00 p.m. (I.S.T) on Wednesday, July 10, 2019.

After the end of the Remote e-voting period on Wednesday July 10, 2019, I was provided access to details of the Members who had opted for Remote e-voting. The details such as the name of the member, folio no., and number of shares held by the Member could be seen to ensure that these Members do not vote again at the AGM. However the manner in which the votes were cast by the Members were not available.

Further, the Chairman announced the voting through Ballot Paper at the AGM Venue for the Members who attended the AGM and had not cast their vote earlier through Remote e-voting.

For the purpose of facilitating voting through Ballot Paper, One (1) ballot box kept for voting was locked in our presence with due identification marks placed by me.


The locked ballot box was subsequently opened in the presence of two witnesses, who are not in the employment of the Company.

The Ballot Papers were diligently scrutinized. The Ballot Papers were reconciled with the records maintained by the Company and the authorization/proxies lodged with the Company.

The Ballot Papers, which were otherwise found defective have been treated as invalid and kept separately.

The votes cast through Remote e-voting were unblocked after the AGM in the presence of two witnesses, who are not in the employment of the Company.

I, have scrutinized and reviewed the Remote e-voting and votes tendered therein based on the data downloaded from the e-voting website of Link Intime India Private Limited ("LIPL") and also the Ballot Papers received in the ballot box at the venue of AGM.


UMASHANKAR K. HEGDE
PRACTICING COMPANY SECRETARY
ACS. NO.- 22133
COP NO.-11181

The Consolidated Report on the result of the Remote e-voting and voting at the AGM through Ballot Paper in respect of the Resolutions set out in the Notice of the AGM are as under:

Resolution No.1: Ordinary Resolution

Consideration and Adoption of the Audited Financial Statement of the Company together with the report of the Board of Directors and the Auditors thereon for the financial year ended March 31, 2019.

(i) Voted in favor of the resolution:

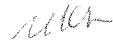
Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	11	5,963,998,485	99.98
Voting through Ballot Paper	9	1,006,847	0.02
Total	20	5,965,005,332	100.00

(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	0	0	0
Voting through Ballot Paper	0	0	0
Total	0	0	0

(iii) Invalid votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-Voting	-	-
Voting through Ballot Paper	1	2,500


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Resolution No.2: Ordinary Resolution

Appointment of Director in place of Mr. Raamdeo Agarawal (DIN: 00024533), who retires by rotation, and being eligible, offered himself for re-appointment.

(i) Voted in favor of the resolution:

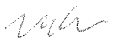
Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	11	5,963,998,485	99.98
Voting through Ballot Paper	9	1,006,847	0.02
Total	20	5,965,005,332	100.00

(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	0	0	0
Voting through Ballot Paper	0	0	0
Total	0	0	0

(iii) Invalid votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-Voting	-	-
Voting through Ballot Paper	1	2,500


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Resolution No.3: Ordinary Resolution

Appointment of M/s. Walker Chandiook & Co. LLP, Chartered Accountants, as Statutory Auditors of the Company.

(i) Voted in favor of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	11	5,963,998,485	99.98
Voting through Ballot Paper	9	1,006,847	0.02
Total	20	5,965,005,332	100.00

(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	0	0	0
Voting through Ballot Paper	0	0	0
Total	0	0	0

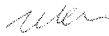
(iii) Invalid votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-Voting	-	-
Voting through Ballot Paper	1	2,500

Figures in percentage terms wherever appearing in fraction have been rounded off

All the resolutions stated above from 1 to 3 have been passed with requisite majority.

The Register, all other papers and relevant records relating to electronic voting and ballot papers will be handed over to the Company Secretary of the Company for safe keeping.


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UMASHANKAR K. HEGDE
PRACTICING COMPANY SECRETARY

Thanking You,

Place: Mumbai

Date: 12.07.2019

U. Hegde

Umashankar K Hegde
(Scrutinizer)
Practicing Company Secretary
M.No- A22133
C.P No- 11161

Countersigned
For Motilal Oswal Home Finance Limited

[Signature]
Chairman