

# 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: Seventh Annual General Meeting ("AGM")

Date of Meeting: May 26, 2020

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 Seventh Annual General Meeting ("AGM") held on Tuesday, May 26, 2020 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 May 3, 2020.

The Notice of the AGM along with the Annual Report for FY 2019-20 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). Due to COVID 19 pandemic, the Company has dispatched Notice of AGM along with the Annual Report in electronic form only and the same was also made available on website of the Company at [www.motilaloswalhf.com](http://www.motilaloswalhf.com) and website of Link Intime India Private Limited ("LIPL") at <https://instavote.linkintime.co.in>.

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.

The Members of the Company holding shares of the Company as on the "cut-off" date of Tuesday May 19, 2020 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 Saturday, May 23, 2020 at 9:30 a.m. (I.S.T) and ended at 5:00 p.m. (I.S.T) on Monday, May 25, 2020.

Umashankar Hegde Digitally signed by Umashankar Hegde  
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**B-401, JANKI NIWAS, SHREE RAMBLAKDAS NAGRI CHS, TAPOVAN, MALAD(E), MUMBAI 400097**

**Mobile No: 09226206821/08454826250, website: [www.csuhegde.in](http://www.csuhegde.in)**

**Email: [umashankar.hegde@gmail.com](mailto:umashankar.hegde@gmail.com), [uhegdeassociates@gmail.com](mailto:uhegdeassociates@gmail.com).**

**UMASHANKAR K. HEGDE**  
**PRACTICING COMPANY SECRETARY**

After the end of the Remote e-voting period on Monday, May 25, 2020, 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 my presence with due identification marks placed by me.

However, no votes were received/cast through ballot paper.

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 LIPL.

**The Consolidated Report on the result of voting 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, 2020.

(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	20	5,963,277,995	100
Voting through Ballot Paper	0	0	0
<b>Total</b>	<b>20</b>	<b>5,963,277,995</b>	<b>100</b>

(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
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>

(iii) **Invalid** votes:

Particulars	Total number of members voted	Total number of votes cast by them
Remote e-Voting	-	-
Voting through Ballot Paper	-	-

**Resolution No.2: Ordinary Resolution**

Appointment of Director in place of Mr. Navin Agarwal (DIN: 00024561), 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	20	5,963,277,995	100
Voting through Ballot Paper	0	0	0
<b>Total</b>	<b>20</b>	<b>5,963,277,995</b>	<b>100</b>

(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
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>

(iii) **Invalid** votes:

Particulars	Total number of members voted	Total number of votes cast by them
Remote e-Voting	-	-
Voting through Ballot Paper	-	-

**Resolution No.3: Special Resolution**

Issue of Redeemable Non-Convertible Debentures on private placement basis:

(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	20	5,963,277,995	100
Voting through Ballot Paper	0	0	0
<b>Total</b>	<b>20</b>	<b>5,963,277,995</b>	<b>100</b>

(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
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>

(iii) **Invalid** votes:

Particulars	Total number of members voted	Total number of votes cast by them
Remote e-Voting	-	-
Voting through Ballot Paper	-	-

**UMASHANKAR K. HEGDE  
PRACTICING COMPANY SECRETARY**

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 will be handed over to the Company Secretary of the Company for safe keeping.

Thanking You,

Place: Mumbai  
Date: May 28, 2020

Umashankar  
Hegde

Digitally signed by Umashankar  
Hegde  
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**Umashankar K Hegde  
(Scrutinizer)  
Practicing Company Secretary  
M.No- ACS 22133# C.P No- 11161**

Countersigned  
For Motilal Oswal Home Finance Limited

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Chairman