

UMASHANKAR K. HEGDE

PRACTICING COMPANY SECRETARY

SCRUTINIZER'S REPORT

[Pursuant to Section 110 of the Companies Act, 2013 and Rule 22 read with Rule 20 of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
Motilal Oswal Home Finance Limited
CIN: U65923MH2013PLC248741
Motilal Oswal Tower, Rahimtullah Sayani Road,
Opposite Parel ST Depot, Prabhadevi,
Mumbai- 400 025

Dear Sir,

I, Umashankar K Hegde, Practicing Company Secretary (Membership No. - A22133), have been appointed as the Scrutinizer by the Board of Directors of Motilal Oswal Home Finance Limited (the "Company") at its Meeting held on August 13, 2021 for Scrutinizing Postal Ballot process conducted in accordance with the guidelines prescribed by the Ministry of Corporate Affairs (the "MCA") for holding general meetings/conducting Postal Ballot process through Remote e-voting vide General Circular No. 14/2020 dated April 8, 2020, No. 17/2020 dated April 13, 2020, No. 22/2020 dated June 15, 2020, No. 33/2020 dated September 28, 2020, No. 39/2020 dated December 31, 2020 and No. 10/2021 dated June 23, 2021 (the "MCA Circulars") in a fair and transparent manner in respect of the Ordinary Resolution stated in the Postal Ballot Notice ("Notice") dated October 8, 2021, for "Appointment of M/s. Singhi & Co., Chartered Accountants (Firm Registration Number: 302049E), as the Statutory Auditors of the Company to fill casual vacancy caused by resignation of M/s. Walker Chandiook & Co. LLP, Chartered Accountants".

I, submit my report as under:

- 1) The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made thereunder including MCA Circulars issued by the MCA in view of the current extraordinary circumstances due to continuing COVID-19 pandemic requiring social distancing, have advised the companies to take all decisions requiring members' approval, other than items of ordinary business or business where any person has a right to be heard, through the mechanism of Postal Ballot process/Remote e-voting in accordance with the provisions of the Companies Act, 2013 and rules made thereunder, without holding a general meeting that requires physical presence of members at a common venue.
- 2) In accordance with the provisions of Section 110 and other applicable provisions of the Companies Act, 2013 read with the Rule 22 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time), the Company has completed dispatch of Notice to the Members of the Company, whose name appeared on the Register of Members/ Beneficial Owners maintained by the

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PRACTICING COMPANY SECRETARY

Depositories as on cut-off date i.e. October 1, 2021 through email on October 8, 2021, to those Members whose email Id were registered with the Company/Depository Participant.

- 3) In accordance with the provisions of the Companies Act, 2013, the Company has published advertisement in newspapers i.e. Financial Express and Navshakti on October 9, 2021.
- 4) In accordance with the provisions of Section 108 & Section 110 of the Companies Act, 2013 read with rules made thereunder the Company has provided to its Members, the facility to cast their vote by Remote e-voting on resolution set forth in the Notice. The Company has engaged Link Intime India Private Limited (“LI IPL”) as the agency to provide Remote e-voting facility. The Remote e-voting period commenced from 9.30 a.m. (IST) on Monday, October 11, 2021 and ended at 5.00 p.m. (IST) on Tuesday, November 9, 2021.
- 5) A Members whose name appeared on the Register of Members/ Beneficial Owners maintained by the Depositories as on cut-off date i.e. Friday, October 1, 2021 were entitled to vote on the resolution stated in the Notice.
- 6) The Remote e-voting module was disabled and blocked by LI IPL for voting on Tuesday, November 9, 2021 at 5:00 p.m.
- 7) After the end of Remote e-voting period i.e. 5:00 p.m. (IST) on Tuesday, November 9, 2021, I have unblocked the electronic votes and downloaded the Remote e-voting Report from website of the LI IPL(<https://instavote.linkintime.co.in>) in the presence of two witnesses, Ms. Anuradha & Mrs.Savita who are not in the employment of the Company.
- 8) Votes casted by the members through Remote e-voting, were reconciled with the records maintained by the Registrar and Transfer Agent of the Company and authorizations lodged with the Company.
- 9) I, now submit my report as under ;

Ordinary Resolution for Appointment of M/s. Singhi & Co., Chartered Accountants, as Statutory Auditors of the Company:

Details of Remote e-voting

I	Remote e-voting	
1.	Number of members who participated in e voting	15
2.	No. of Invalid E-voters	-
3.	Number of Valid E-voters	15

SUMMARY OF REMOTE E-VOTING

Particulars	Remote e-voting		
	No. of equity shareholders	No. of shares	% of shares voted
Assented to Resolution	15	5,888,973,665	100
Dissented to Resolution	0	0	0
Invalid Votes	0	0	0
Total valid votes	15	5,888,973,665	100

No. of Equity Shareholders who cast their vote	No. of shares voted by them	% of total Paid up Equity Share Capital
15	5,888,973,665	97.81

Based on the aforesaid result, I report that, the Ordinary Resolution as contained in the Postal Ballot Notice dated October 8, 2021, has been passed with requisite majority.

- 10) All the relevant records of voting process given/provided/maintained in electronic mode will be provided to the Company Secretary of the Company for safe keeping.

You may accordingly declare the result of the Remote e-voting.

Thanking You,

Place: Mumbai

Date: November 11, 2021

Umashankar K.Hegde
Practicing Company Secretary
Membership No. -A22133
C.P. No-11161

Countersigned
For Motilal Oswal Home Finance Limited

Motilal Oswal
Chairman
DIN: 00024503