



PODDAR

HOUSING AND DEVELOPMENT LTD.

January 12, 2018

To National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex Bandra, Mumbai-400051 Scrip Symbol-PODDARHOUS	To, The Bombay Stock Exchange Limited Phireze Jeejeebhoy Towers, Dalal Street, Mumbai-400001 Scrip Code- 523628
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Sub: Disclosure of voting results at the Extraordinary General Meeting (EGM) of Poddar Housing and Development Limited.

Dear Sir,

At the Extraordinary general meeting of the Company held on 11th January 2018 at Kilachand Conference Room, 2nd Floor, India Merchant Chamber, Churchgate, Mumbai 400020, all the business contained in the Notice of the EGM dated 12th December, 2017 were transacted and approved by the shareholders with requisite majority.

The details of the combined voting results (result of remote e-voting and result of voting through ballot papers at EGM) are enclosed in the prescribed format under regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 as Annexure-I.

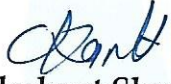
The Scrutinizer's Report on the combined voting result is also enclosed as Annexure-II.

Kindly acknowledge and take the above on record.

Thanking you,

Yours faithfully,

For Poddar Housing and Development Limited
(Formerly known as Poddar Developers Limited)


Chandrakant Sharma
Company Secretary

Membership No. : FCS 8322



(Formerly known as Poddar Developers Ltd.)



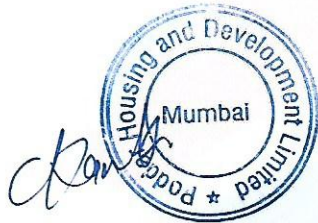
PODDAR

HOUSING AND DEVELOPMENT LTD.

Annexure I

**Details of Voting Result at the Extraordinary General Meeting (EGM)
Pursuant to Regulation 44(3) of SEBI (LODR) Regulations, 2015)**

Description		Particulars
1.	Date of Extraordinary General Meeting	Thursday 11 th January 2018
2.	Total Number of Shareholders on Record date i.e. (10 th August, 2017)	2554
3.	No. of Shareholders present at the Meeting either in Person or Proxy:	
	Promoter & Promoter Group	5
	Public	27
4.	No. of Shareholders present at the Meeting through Video Conferencing	
	Promoter & Promoter Group	Not Applicable
	Public	Not Applicable



(Formerly known as Poddar Developers Ltd.)

Details of Voting (Agenda -wise)

Poddar Housing and Development Limited							
Extraordinary General Meeting (EGM) 11th January 2018							
Resolution No.1 in the Notice of EGM dated December 12, 2017							
Details of Agenda	To pass a Special resolution pursuant to the provisions of Section 42, 71 for approval of issue of Secured Redeemable Non-Convertible Debentures upto an amount not exceeding Rs. 100 Crore (Rupees One Hundred Crore).						
Resolution Required	Ordinary						
Mode of Voting	E-voting/Poll						
Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = [[2]/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	3852768	3852768	100.00%	3852768	0	100.00%	0.00%
Public – Institutional holders	1159872	375244	32.35%	375244	0	100.00%	0.00%
Public-Others	1302760	3300	0.25%	3299	1	99.97%	0.03%
Total	6315400	4231312	67.00%	4231311	1	100.00%	0.00%
Resolution No.2 in the Notice of EGM dated December 12, 2017							
Detail of Agenda	To pass a Special resolution pursuant to the provisions of Section 180(1)(c) for authorising the Board of Directors to borrow any sum of money not exceeding Rs.500 Crore (Rupees Five Hundred Crore).						
Resolution Required	Ordinary						
Mode of Voting	E-voting/Poll						
Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = [[2]/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	3852768	3852768	100.00%	3852768	0	100.00%	0.00%
Public – Institutional holders	1159872	375244	32.35%	375244	0	100.00%	0.00%
Public-Others	1302760	3300	0.25%	3299	1	99.97%	0.03%
Total	6315400	4231312	67.00%	4231311	1	100.00%	0.00%



Poddar Housing and Development Limited							
Extraordinary General Meeting (EGM) 11 th January 2018							
Resolution No.3 in the Notice of EGM dated December 12, 2017							
Detail of Agenda	To pass a Special resolution pursuant to the provisions of Section 180(1)(a) for authorising the Board of Directors to mortgage and/ or charge any of its movable and/or immovable properties for an amount not exceeding Rs.500 Crore (Rupees Five Hundred Crore).						
Resolution Required	Ordinary						
Mode of Voting	E-voting/Poll						
Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	3852768	3852768	100.00%	3852768	0	100.00%	0.00%
Public – Institutional holders	1159872	375244	32.35%	375244	0	100.00%	0.00%
Public-Others	1302760	3300	0.25%	3299	1	99.97%	0.03%
Total	6315400	4231312	67.00%	4231311	1	100.00%	0.00%



DINESH KUMAR DEORA B.Com, F.C.S., A.C.A.
COMPANY SECRETARY

OFFICE: 205, 2ND FLOOR, NADIADWALA MARKET, PODDAR ROAD, MALAD
(EAST), MUMBAI-400097.

TEL NO.: 022-65643641 E-MAIL: dinesh.deora@yahoo.com

**Consolidated Report of Scrutinizer on remote e-Voting, Physical Ballot and Voting at the Extra
Ordinary General Meeting of PODDAR HOUSING AND DEVELOPMENT LIMITED**

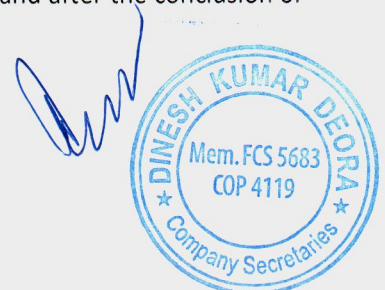
To,
The Chairman

Of the Extra Ordinary General Meeting (EGM) of the Shareholders of **Poddar Housing And Development Limited** (hereinafter referred to as the "Company") held on Thursday, 11th January, 2018 at Kilachand Conference Room, 2nd Floor, Indian Merchant Chamber, Churchgate, Mumbai-400020.

Dear Sir,

Re: Scrutinizer's Report on Voting through electronic mode, Physical Ballot forms and voting at the EGM in terms of the provisions of the Companies Act, 2013 read with the Rules issued thereunder and applicable provisions of the SEBI (LODR) Regulations, 2015.

- A I, Dinesh Kumar Deora, Practising Company Secretary was appointed as Scrutinizer in the Meeting of the Board of Directors of the Company held on 12th December, 2017 to conduct the following.
- (i) **Remote e-voting** process and to scrutinize the Physical Ballot forms received from the Shareholders of the Company pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014; and
- (ii) **Voting at the EGM** under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 at the EGM held on Thursday, 11th January, 2018.
- B The Company has availed the remote e-voting facility provided by National Securities Depository Limited (NSDL) for conducting the remote e-voting by the shareholders of the Company. The remote e-voting commenced from Monday, 8th January, 2018 (9.00 A.M.) to Wednesday, 10th January, 2018 (5.00 P.M.) and the NSDL remote e-Voting platform was blocked thereafter.
- C The Company also provided voting by physical ballot forms to the Members who do not have access to remote e-voting.
- D On the basis of the votes exercised by the Shareholders of the Company through remote e-voting and voting through physical ballot forms, I have issued the separate Scrutinizer's Report dated 11th January, 2018.
- E After closure of the voting at the EGM, the report on voting done at the EGM was generated in my presence and diligently scrutinized.
- F The votes cast under the remote e-voting facility were thereafter unblocked in the presence of two witnesses who are not in the employment of the Company and after the conclusion of the voting at the EGM, the votes cast thereunder were counted.



DINESH KUMAR DEORA B.Com, F.C.S., A.C.A.
COMPANY SECRETARY

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(EAST), MUMBAI-400097.

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- G The report on voting done at the EGM was generated in my presence.
- H On the basis of the votes exercised by the shareholders of the Company by way of voting at the EGM of the Company held on 11th January, 2018, I have issued Scrutinizer's Report dated 11th January, 2018.
- I As requested by the Management, I am submitting herewith a consolidated report on the ballot results of remote e-voting together with the results of voting through physical ballot forms and the voting at the EGM.

CONSOLIDATED RESULTS OF ITEM NO. 1 – SPECIAL RESOLUTION

Subject	Private Placement of Non Convertible Secured Redeemable Debentures
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Particulars	No. of shareholders/ Votes		No. of shares/ Votes		Total votes	
	e-voting	Ballot	e-voting	Ballot	No.	%
(a) Total Votes cast	20	13	4231295	296	4231591	
(b) Invalid votes	0	2	0	279	279	
(c) Total Valid Votes	20	11	4231295	17	4231312	100.00
(d) Votes "FOR" the resolution	19	11	4231294	17	4231311	100.00
(e) Votes "AGAINST" the resolution	1	0	1	0	1	0

Thus, the **Special Resolution** as contained in Item No. 1 of the Notice dated 12th December, 2017 is passed with **REQUISITE MAJORITY**.

CONSOLIDATED RESULTS OF ITEM NO. 2 – SPECIAL RESOLUTION

Subject	Security u/s 180(1) (c) of the Act in connection with borrowings of the Company
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DINESH KUMAR DEORA B.Com, F.C.S., A.C.A.
COMPANY SECRETARY

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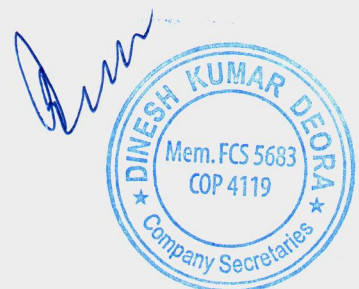
Particulars		No. of shareholders/ Votes		No. of shares/ Votes		Total votes	
		e-voting	Ballot	e-voting	Ballot	No.	%
(a)	Total Votes cast	20	13	4231295	296	4231591	
(b)	Invalid votes	0	2	0	279	279	
(c)	Total Valid Votes	20	11	4231295	17	4231312	100.00
(d)	Votes "FOR" the resolution	19	11	4231294	17	4231311	100.00
(e)	Votes "AGAINST " the resolution	1	0	1	0	1	0

Thus, the **Special Resolution** as contained in Item No. 2 of the Notice dated 12th December, 2017 is passed with **REQUISITE MAJORITY**.

CONSOLIDATED RESULTS OF ITEM NO. 3 – SPECIAL RESOLUTION

Subject	Security u/s 180(1) (a) of the Act in connection with borrowings of the Company
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Particulars		No. of shareholders/ Votes		No. of shares/ Votes		Total votes	
		e-voting	Ballot	e-voting	Ballot	No.	%
(a)	Total Votes cast	20	13	4231295	296	4231591	
(b)	Invalid votes	0	2	0	279	279	
(c)	Total Valid Votes	20	11	4231295	17	4231312	100.00
(d)	Votes "FOR" the resolution	19	11	4231294	17	4231311	100.00
(e)	Votes "AGAINST " the resolution	1	0	1	0	1	0



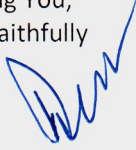
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Thus, the **Special Resolution** as contained in Item No. 3 of the Notice dated 12th December, 2017 is passed with **REQUISITE MAJORITY**.

Thanking You,
Yours Faithfully



Dinesh Kumar Deora
Practising Company Secretary
Membership No FCS 5683
CP No. 4119



Place: Mumbai
Date: 11th January, 2018

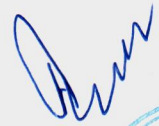
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Remote E-Voting Results

**Report of Scrutinizer on remote e-Voting by Shareholders of
Poddar Housing & Development Limited at EGM**




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1. In terms of provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules, 2014 (the Rules) as amended, I was appointed as Scrutinizer by the Company on 12th December, 2017 to the remote e-Voting process for passing the items on the agenda as contained in the Extra Ordinary General Meeting Notice dated 12th December, 2017.
2. On the basis of the Register of Members and the List of beneficiary owners made available by the Depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), for the purpose of remote e-Voting, the Company completed dispatch of the Notice of remote e-Voting by permitted means.
3. In terms of the aforesaid Notice, remote e-Voting was open for four days from **9.00 a.m. on Monday, 8th January, 2018 to 5.00 p.m. on Wednesday, 10th January, 2018** and members were required to cast their votes electronically conveying their assent or dissent in respect of the Special Resolutions, on e-Voting platform provided by NSDL.
4. The Voting rights were reckoned as on **Friday, 5th January, 2018**, being the Cut-Off date for the purpose of remote e-Voting.
5. As required in the Rules, I unlocked the remote e-Voting on the platform provided by NSDL after completion of the remote e-Voting process at 3.35 p.m. on the 11th January, 2018, in the presence of Mr. Manish Sarvaiya and Mr. Jainendra Yadav.
6. Based on the results made available to me, 20 (Twenty) folios have cast their votes on the e-Voting platform and I have annexed with this Report, a summary of the e-Voting Results for each of the agenda items contained in the said Notice.


DINESH KUMAR DEORA
Practising Company Secretary
Membership No FCS 5683
CP No. 4119



Date: 11th Janaury, 2018
Place: Mumbai

**Report of Scrutinizer on remote e-Voting by Shareholders of
Poddar Housing & Development Limited at EGM**

DINESH KUMAR DEORA B.Com, F.C.S., A.C.A.
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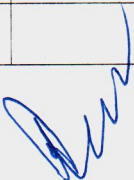
SUMMARY OF E-VOTING RESULTS

EVEN Reference No. 108079

Voting Start Date: 08/01/2018 09.00 AM

Voting End Date: 10/01/2018 05.00 PM

Items on the Agenda	Voted in Favour		Voted Against		Abstained	
	Number of Folios Voted	Number of Votes	Number of Folios Voted	Number of Votes	Number of Folios Voted	Number of Votes
1	19	4231294	1	1	0	0
2	19	4231294	1	1	0	0
3	19	4231294	1	1	0	0


DINESH KUMAR DEORA
Practising Company Secretary
Membership No FCS 5683
CP No. 4119



Date: 11th January, 2018
Place: Mumbai

Report of Scrutinizer on remote e-Voting by Shareholders of
Poddar Housing & Development Limited at EGM

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Poll Results
Of the
Poll Conducted
at the
Extra Ordinary General Meeting
Of
Poddar Housing And Development Limited
At
Kilachand Conference Room, 2nd Floor, India
Merchant Chamber, Churchgate,
Mumbai-400020



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FORM No. MGT-13

Report of Scrutinizers

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies
(Management and Administration) Rules, 2014]

To,
The Chairman
Of the Annual General Meeting of the Shareholders of
Poddar Housing And Development Limited
Unit 3-5, Neeru Silk Mills, Mathuradas Mill Compound,
126, NM Joshi Marg, Lower Parel (West),
Mumbai-400013

EGM held on: Thursday, 11th January, 2018 at 1.00 P.M.

Dear Sir,

I, Dinesh Kumar Deora, Practising Company Secretary, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolutions, at the Extra Ordinary General Meeting of Poddar Housing And Development Limited held on Thursday, 11th January, 2018 at 1.00 P.M., submit my report as under:

1. After the Chairman announced the commencement of Voting, one Ballot Box for polling was locked in my presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by M/s Link Intime India Private Limited, Registrar and Transfer Agents of the Company and the authorisations / proxies lodged with the Company.
3. The polling papers, which were incomplete and / or which were otherwise found defective have been treated as invalid and kept separately.
4. The results of the poll for each item on the agenda are Resolution wise annexed to this report.



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5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
6. The poll papers and all other relevant records were sealed and have been duly handed over to the Company Secretary for keeping in safe record.

DINESH KUMAR DEORA
PRACTISING COMPANY SECRETARY

Membership No. FCS 5683

CP No. 4119



Date: 11th January, 2018

Place: Mumbai

DINESH KUMAR DEORA B.Com, F.C.S., A.C.A.
COMPANY SECRETARY

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Item No. 1 – Special Resolution

Private Placement of Non Convertible Secured Redeemable Debentures

(i) Voted **in favour** of the resolution

Number of members participated in voting (in person or by proxy)	Number of votes held by them	Number of votes cast by them	% of total number of valid votes cast
11	17	17	100.00

(ii) Voted **against** the resolution

Number of members participated in voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid** votes :

Number of members participated in voting whose votes were declared invalid (in person or by proxy)	Number of votes cast by them
2	279

Item No. 2 – Special Resolution

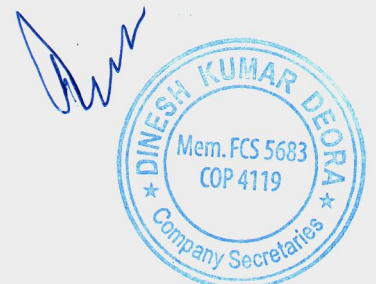
Security u/s 180(1) (c) of the Act in connection with borrowings of the Company

(i) Voted **in favour** of the resolution

Number of members participated in voting (in person or by proxy)	Number of votes held by them	Number of votes cast by them	% of total number of valid votes cast
11	17	17	100.00

(ii) Voted **against** the resolution

Number of members participated in voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0



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(iii) **Invalid votes :**

Number of members participated in voting whose votes were declared invalid (in person or by proxy)	Number of votes cast by them
2	279

Item No. 3 – Special Resolution

Security u/s 180(1) (a) of the Act in connection with borrowings of the Company

(i) Voted **in favour** of the resolution

Number of members participated in voting (in person or by proxy)	Number of votes held by them	Number of votes cast by them	% of total number of valid votes cast
11	17	17	100.00

(ii) Voted **against** the resolution

Number of members participated in voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid votes :**

Number of members participated in voting whose votes were declared invalid (in person or by proxy)	Number of votes cast by them
2	279



DINESH KUMAR DEORA

PRACTISING COMPANY SECRETARY

Membership No FCS 5683

CP No. 4119



Date: 11th January, 2018

Place: Mumbai