

Ref No: HDIL/CSD/2016-17/000269

July 16, 2016

The Manager,  
**Listing Department**  
**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai – 400 001

The Manager,  
**Listing Department**  
**National Stock Exchange of India Limited**  
Exchange Plaza,  
Bandra Kurla Complex, Bandra (E),  
Mumbai – 400 051

**Scrip Code: 532873****Security Symbol: HDIL****Sub: Results of postal Ballot of Housing Development and Infrastructure Limited**

We refer to our letter No. HDIL/CSD/2016-17/000258 dated June 14, 2016, wherein we have enclosed Postal Ballot Notice and Forms for seeking consent of Members of the Company, by way of Special Resolution, for issue of warrants on preferential basis to Mr. Sarang Wadhawan, Promoter of Housing Development and Infrastructure Limited ("the Company").

Mr. S. Anand SS Rao (FCS No. 5716 and CP No. 5687), a Practicing Company Secretary, was appointed as Scrutinizer of the Company for the aforesaid Postal Ballot process, has submitted his report dated July 16, 2016. In accordance with the said report, we would like to inform you that Resolution mentioned in the aforesaid Notice has been passed by the Members of the Company by requisite majority.

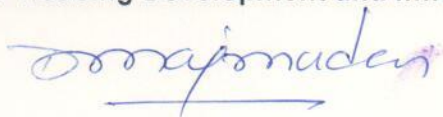
Pursuant to Regulation 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, details regarding voting results and report of Scrutinizer are enclosed herewith.

Request you to kindly take the same on records.

Thanking You,

Yours truly,

for **Housing Development and Infrastructure Limited**



**Darshan D. Majmudar**  
**Chief Financial Officer & Company Secretary**



Encl: As above

**Postal Ballot Voting Results**  
Disclosure as per Regulation 44(3) of SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015

<b>Date of the Postal Ballot</b>	Notice dated May 28, 2016 (Voting start date: June 15, 2016 and Voting end date: July 14, 2016)
<b>Total number of shareholders on record date</b>	191,612
<b>No. of shareholders present in the meeting either in person or through proxy:</b> Promoters and Promoter Group Public	Not Applicable
<b>No. of Shareholders attended the meeting through Video Conferencing:</b> Promoters and Promoter Group Public	Not Applicable

Agenda No. 1 - To consider and approve issue of warrants on preferential basis to Mr. Sarang Wadhawan, Promoter of the Company

Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution?	Special Resolution No - except Mr. Sarang Wadhawan, Promoter of the Company (Warrant Holder / Proposed Allottee)							
Category	Mode of Voting	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	E-Voting		143,519,408	100.0000	143,519,408	0	100.0000	0.0000
	Poll		143,519,408	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>		143,519,408	100.0000	143,519,408	0	100.0000	0.0000
Public- Institutions	E-Voting		122,750,675	60.4523	122,108,675	642,000	99.4769	0.5230
	Poll		203,053,696	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>		122,750,675	60.4523	122,108,675	642,000	99.4769	0.5230
Public- Non Institutions	E-Voting		16,437,902	22.6946	16,432,956	4,946	99.9699	0.0300
	Poll		72,430,882	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		12,840	0.0177	12,656	184	98.5669	1.4330
	<b>Total</b>		16,450,742	22.7123	16,445,612	5,130	99.9688	0.0312
<b>Total</b>			282,720,825	67.4745	282,073,695	647,130	99.7711	0.2289



**HDIL** Creating Value  
Microstructures | Megastructures | Infrastructure  
Housing Development and Infrastructure Ltd.





**S ANAND SS RAO**

**M.Com., LL.B., F.C.S.**

**COMPANY SECRETARY IN PRACTICE**

511, KANCHANJUNGA, ADITYA ENCLAVE,  
AMEERPET, HYDERABAD - 500 038.

MOBILE : 092461 53677  
099480 99994

PHONE : 040 - 2 37 38 39 8  
: 040 - 2 37 38 39 1

FAX : 040 - 2 37 38 39 8  
E-mail : [anandssrao@gmail.com](mailto:anandssrao@gmail.com)  
website : [www.anandssrao.com](http://www.anandssrao.com)

**SCRUTINIZER'S REPORT**

**16<sup>th</sup> July, 2016,  
Hyderabad.**

To  
The Chairman,  
**HOUSING DEVELOPMENT AND INFRASTRUCTURE LIMITED**  
**MUMBAI-400 051**

**Dear Sir,**

The Company had appointed me as the Scrutinizer for conducting the Postal Ballot including the e-Voting process in respect of the resolution to be passed by the members of **HOUSING DEVELOPMENT AND INFRASTRUCTURE LIMITED** (the Company).

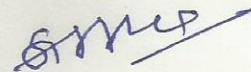
I submit my report as under:

1. The Company has on **14<sup>th</sup> June, 2016** completed the dispatch / sending of emails of Notice of Postal Ballot dated **28<sup>th</sup> May, 2016**, Postal Ballot Form along with postage prepaid business reply envelope to its members whose names appeared on the Register of Members / List of Beneficiaries as on **28<sup>th</sup> May, 2016**.
2. Particulars of the Postal Ballot Forms received including the votes casted through e-Voting from/by the members have been entered in a register separately maintained for the purpose.
3. The Postal Ballot Forms were kept under my safe custody in sealed and tampered proof ballot boxes before commencing the scrutiny of such Postal Ballot Forms.
4. The Ballot Boxes were opened on **14<sup>th</sup> July, 2016, at 5.00 PM** in my presence.
5. **At 5.00 pm on 14<sup>th</sup> July, 2016**, I have downloaded and unblocked the e-Voting portal of the [evoting.karvy.com](http://evoting.karvy.com) website by using the Scrutinizer's login ID and Password.

6. The Postal Ballot Forms were duly opened in my presence and scrutinized and the shareholding was matched / confirmed with Register of Members of the Company / list of beneficiaries as on **28<sup>th</sup> May, 2016**.
7. All ballot forms received /e-votes casted up to the close of working hours (On **14<sup>th</sup> July, 2016, at 5.00 PM**) the last date and time fixed by the Company for receipt of the forms/eVoting were considered for scrutiny.
8. No Envelops containing the Postal Ballot Forms are received after **5.00 PM on 14<sup>th</sup> July, 2016**.
9. Envelopes containing the Postal Ballot Forms returned undelivered were also not opened and they are kept separately
10. I did not find any defaced or mutilated ballot papers.
11. Summary of the Postal Ballot Forms Received/Vote Casted through e-Voting are given below:

**Resolution No. 1 as SPECIAL RESOLUTION:  
DESCRIPTION:**

Special Resolution under Section 62(1)(c), 42 of the Companies Act, 2013 read with the relevant rules and Chapter VII of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations 2009, for issue of Warrants on preferential basis to Mr. Sarang Wadhawan, Promoter of the Company.



Sl. No.	Particulars	No. of Postal Ballot Forms	No. of Shares	% of total paid up equity capital	% of total votes polled
	<b>Physical Mode:</b>				
A	Total Postal Ballot Forms received	26	13340	0.003	
B	Less: Invalid Postal Ballot forms	1	500	0.000	
	Less: Less Voted		0	0	
C	Net Valid Postal Ballot in physical (A-B)	25	12840	0.003	
	<b>Electronic Mode</b>				
D	Total Postal Ballot Forms received	296	282739704	67.479	
E	Less: Invalid Postal Ballot forms and Abstain	3	319	0.000	
	Less: Less Voted		31400	0.008	
F	Net Valid Postal Ballot in Electronic (D-E)	293	282707985	67.471	
	<b>Total Net Valid Postal Ballot in physical and electronic mode (C+F)</b>	<b>318</b>	<b>282720825</b>	<b>67.475</b>	<b>100.00</b>
G	Postal Ballot Forms with Assent as Special Resolution – Physical	23	12656	0.003	
H*	Postal Ballot Forms with Assent as Special Resolution – Electronic	259	282061039	67.317	
	<b>Total Postal Ballot with ASSENT in physical and electronic mode</b>	<b>282</b>	<b>282073695</b>	<b>67.320</b>	<b>99.77</b>
I	Postal Ballot Forms with Dissent as Special Resolution - Physical	2	184	0.000	
J*	Postal Ballot Forms with Dissent as Special Resolution – Electronic	38	646946	0.154	
	<b>Total Postal Ballot with DISSENT in physical and electronic mode</b>	<b>40</b>	<b>647130</b>	<b>0.154</b>	<b>0.23</b>
	<b>In brief, Total Votes polled FOR SPECIAL RESOLUTION is 99.77% and total Votes polled Against SPECIAL RESOLUTION is 0.23%</b>				

\*Note: In four cases the Member voting by electronic means has voted both in Assent and Dissent

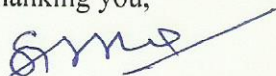
*Signature*

**RESOLUTION No. 1 PASSED AS SPECIAL RESOLUTION**

12. I have handed over the Postal Ballot Forms and other related papers/registers and records for the safe custody to the Company Secretary to supervise the Postal Ballot process.

13. You may accordingly declare the result on the voting by Postal Ballot including e-Voting.

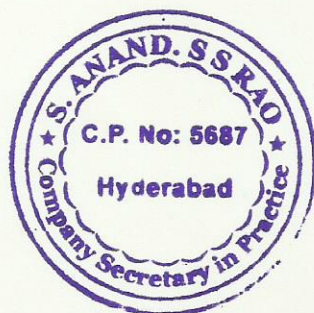
Thanking you,



**(S.AnandS.S.Rao)**

**Company Secretary in practice**

**CP NO.5687**



Company Name		HOUSING DEVELOPMENT & INFRASTRUCTURE LTD									
Date of the Postal Ballot		Ends at 5.00 PM on 14th July 2016									
Total number of shareholders on record date		191612									
No. of shareholders present in the meeting either in person or through proxy:		NA									
Promoters and Promoter Group:											
Public:											
No. of Shareholders attended the meeting through Video Conferencing		NA									
Promoters and Promoter Group:		0									
Public:		0									
Resolution required: (Ordinary/Special)		Special Resolution under Section 62(1)(c), 42 of the Companies Act, 2013 read with the relevant rules and Chapter VII of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations 2009, for issue of Warrants on preferential basis to Mr. Sarang Wadhawan, Promoter of the Company.									
Whether promoter/ promoter group are interested in the agenda/resolution?		No- except Mr. Sarang Wadhawan, Promoter of the Company (Warrant Holder) / "Proposed Allottee)									
Category	Mode of Voting	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	E-Voting	143519408	143519408	100.0000	143519408	0	100.0000	0.0000			
	Poll		0	0.0000	00	0	0.0000	0.0000			
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000			
Public- Institutions	E-Voting	20303696	122750675	60.4523	122108675	642000	99.4769	0.5230			
	Poll		0	0.0000	00	0	0.0000	0.0000			
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000			
Public- Non Institutions	E-Voting	72430882	16437902	22.6946	16432956	4946	99.9699	0.0300			
	Poll		0	0.0000	00	0	0.0000	0.0000			
	Postal Ballot (if applicable)		12840	0.0177	12656	184	98.5669	1.4330			
Total		419003986	282720825	67.4745	282073695	647130	99.7711	0.2289			



*Sarany*  
 CS/ANAND S.S. RAO  
 CS/ANAND S.S. RAO  
 FCS-5116  
 CP-5687