

NAME OF THE COMPANY: INDBANK HOUSING LTD

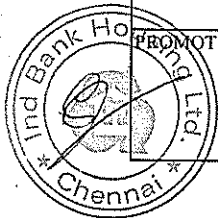
Date of AGM 24.09.2016  
 Total number of shreholders on record date 12836  
 No of shreholders present in the meeting either in person or through proxy:  
 Promoter and Promoter Group 1  
 Public 598  
 No of shreholders attended the meeting through video conferencing:  
 Promoter and Promoter Group Nil  
 Public Nil

1.ORDINARY BUSINESS:To receive, consider and adopt the Directors Report and the Audited Balance Sheet as at 31.03.2016 and Profit and Loss Account for the year ended 31.03.2016 and the Auditors Report thereon

Resolution Required:(Ordinary/Special)				Ordinary Resolution				
Whether promoter/ promoter groups are interested in the				No				
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
PROMOTER AND PROMOTER~GROUP	E-VOTING	5100000	5100000	100	5100000	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL_BALLOT		0	0	0	0	0	0
	<b>SUB TOTAL</b>	<b>5100000</b>	<b>5100000</b>	<b>100</b>	<b>5100000</b>	<b>0</b>	<b>100</b>	<b>0</b>
PUBLIC-INSTITUTIONS	E-VOTING	2500200	2500000	99.99	2500000	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL_BALLOT		0	0	0	0	0	0
	<b>SUB TOTAL</b>	<b>2500200</b>	<b>2500000</b>	<b>99.99</b>	<b>2500000</b>	<b>0</b>	<b>100</b>	<b>0</b>
PUBLIC-NON INSTITUTIONS	E-VOTING	2399800	2666	0.11	2666	0	100	0
	POLL		126	0	26	100	20.63	79.37
	POSTAL_BALLOT		0	0	0	0	0	0
	<b>SUB TOTAL</b>	<b>2399800</b>	<b>2792</b>	<b>0.12</b>	<b>2692</b>	<b>100</b>	<b>96.42</b>	<b>3.58</b>
<b>GRAND TOTAL</b>		<b>10000000</b>	<b>7602792</b>	<b>76.03</b>	<b>7602692</b>	<b>100</b>	<b>100</b>	<b>0</b>

2. SPECIAL BUSINESS:To appoint Shri A.S.Rajeev (DIN 07478424) as a Director whose period of office shall be liable to determination by retirement of Directors by rotation and in this regard to consider and if thought fit, to pass with or without modification(s) the following

Resolution Required:(Ordinary/Special)				Ordinary Resolution				
Whether promoter/ promoter groups are interested in the				No				
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES	% OF VOTES AGAINST ON VOTE
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
PROMOTER AND PROMOTER~GROUP	E-VOTING	5100000	5100000	100	5100000	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL_BALLOT		0	0	0	0	0	0
	<b>SUB TOTAL</b>	<b>5100000</b>	<b>5100000</b>	<b>100</b>	<b>5100000</b>	<b>0</b>	<b>100</b>	<b>0</b>



NAME OF THE COMPANY: INDBANK HOUSING LTD

PUBLIC-INSTITUTIONS	E-VOTING	2500200	2500000	99.99	2500000	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL_BALLOT		0	0	0	0	0	0
	<b>SUB TOTAL</b>	<b>2500200</b>	<b>2500000</b>	<b>99.99</b>	<b>2500000</b>	<b>0</b>	<b>100</b>	<b>0</b>
PUBLIC-NON INSTITUTIONS	E-VOTING	2399800	2666	0.11	2666	0	100	0
	POLL		126	0	126	0	100	0
	POSTAL_BALLOT		0	0	0	0	0	0
	<b>SUB TOTAL</b>	<b>2399800</b>	<b>2792</b>	<b>0.12</b>	<b>2792</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>GRAND TOTAL</b>		<b>10000000</b>	<b>7602792</b>	<b>76.03</b>	<b>7602792</b>	<b>0</b>	<b>100</b>	<b>0</b>

3. SPECIAL BUSINESS: To appoint Shri M Nagarajan (DIN 07572747) as a Director whose period of office shall be liable to determination by retirement of Directors by rotation and in this regard to consider and if thought fit, to pass with or without modification (s)

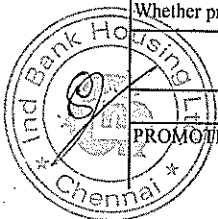
Resolution Required: (Ordinary/Special)

Whether promoter/ promoter groups are interested in the		Ordinary Resolution						
		No						
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES	% OF VOTES AGAINST ON VOTE
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
PROMOTER AND PROMOTER~GROUP	E-VOTING	5100000	5100000	100	5100000	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL_BALLOT		0	0	0	0	0	0
	<b>SUB TOTAL</b>		<b>5100000</b>	<b>5100000</b>	<b>100</b>	<b>5100000</b>	<b>0</b>	<b>100</b>
PUBLIC-INSTITUTIONS	E-VOTING	2500200	2500000	99.99	2500000	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL_BALLOT		0	0	0	0	0	0
	<b>SUB TOTAL</b>	<b>2500200</b>	<b>2500000</b>	<b>99.99</b>	<b>2500000</b>	<b>0</b>	<b>100</b>	<b>0</b>
PUBLIC-NON INSTITUTIONS	E-VOTING	2399800	2666	0.11	2666	0	100	0
	POLL		126	0	126	0	100	0
	POSTAL_BALLOT		0	0	0	0	0	0
	<b>SUB TOTAL</b>	<b>2399800</b>	<b>2792</b>	<b>0.12</b>	<b>2792</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>GRAND TOTAL</b>		<b>10000000</b>	<b>7602792</b>	<b>76.03</b>	<b>7602792</b>	<b>0</b>	<b>100</b>	<b>0</b>

4. SPECIAL BUSINESS: To appoint Shri Ashwini Kumar Bajpai (DIN 07391570) as a Director and in this regard to consider and if thought fit, to pass with or without modification (s) the following resolution as an ordinary resolution

Resolution Required: (Ordinary/Special)

Whether promoter/ promoter groups are interested in the		Ordinary Resolution						
		No						
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES	% OF VOTES AGAINST ON VOTE
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
PROMOTER AND PROMOTER~GROUP	E-VOTING	5100000	5100000	100	5100000	0	100	0
	POLL		0	0	0	0	0	0



NAME OF THE COMPANY: INDBANK HOUSING LTD

	POSTAL_BALLOT		0	0	0	0	0	0
	<b>SUB TOTAL</b>	<b>5100000</b>	<b>5100000</b>	<b>100</b>	<b>5100000</b>	<b>0</b>	<b>100</b>	<b>0</b>
PUBLIC-INSTITUTIONS	E-VOTING	2500200	2500000	99.99	2500000	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL_BALLOT		0	0	0	0	0	0
	<b>SUB TOTAL</b>	<b>2500200</b>	<b>2500000</b>	<b>99.99</b>	<b>2500000</b>	<b>0</b>	<b>100</b>	<b>0</b>
PUBLIC-NON INSTITUTIONS	E-VOTING	2399800	2666	0.11	2666	0	100	0
	POLL		126	0	126	0	100	0
	POSTAL_BALLOT		0	0	0	0	0	0
	<b>SUB TOTAL</b>	<b>2399800</b>	<b>2792</b>	<b>0.12</b>	<b>2792</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>GRAND TOTAL</b>		<b>10000000</b>	<b>7602792</b>	<b>76.03</b>	<b>7602792</b>	<b>0</b>	<b>100</b>	<b>0</b>

5. SPECIAL BUSINESS: To appoint Shri Ashwini Kumar Bajpai (DIN 07391570) as Managing Director and in this regard to consider and if thought fit, to pass with or without modification (s) the following resolution as an ordinary resolution

Resolution Required:(Ordinary/Special)

Whether promoter/ promoter groups are interested in the		Ordinary Resolution						
		No						
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
PROMOTER AND PROMOTER~GROUP	E-VOTING	5100000	5100000	100	5100000	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL_BALLOT		0	0	0	0	0	0
	<b>SUB TOTAL</b>	<b>5100000</b>	<b>5100000</b>	<b>100</b>	<b>5100000</b>	<b>0</b>	<b>100</b>	<b>0</b>
PUBLIC-INSTITUTIONS	E-VOTING	2500200	2500000	99.99	2500000	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL_BALLOT		0	0	0	0	0	0
	<b>SUB TOTAL</b>	<b>2500200</b>	<b>2500000</b>	<b>99.99</b>	<b>2500000</b>	<b>0</b>	<b>100</b>	<b>0</b>
PUBLIC-NON INSTITUTIONS	E-VOTING	2399800	2666	0.11	2666	0	100	0
	POLL		126	0	126	0	100	0
	POSTAL_BALLOT		0	0	0	0	0	0
	<b>SUB TOTAL</b>	<b>2399800</b>	<b>2792</b>	<b>0.12</b>	<b>2792</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>GRAND TOTAL</b>		<b>10000000</b>	<b>7602792</b>	<b>76.03</b>	<b>7602792</b>	<b>0</b>	<b>100</b>	<b>0</b>





**P Sriram & Associates**  
Practising Company Secretaries

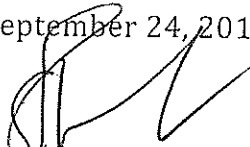
**CONSOLIDATED REPORT OF THE SCRUTINIZER**

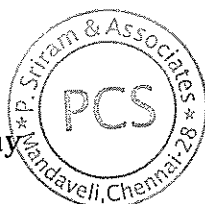
**(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(xii) of the Companies (Management and Administration) Rules, 2014)**

To,  
The Chairman of 25<sup>th</sup> Annual General Meeting of  
Ind Bank Housing Ltd,  
Having Registered Office at:  
66, Rajaji Salai Chennai -600001

**TWENTY FIFTH ANNUAL GENERAL MEETING OF THE EQUITY SHAREHOLDERS OF IND BANK HOUSING LTD HELD ON SATURDAY 24<sup>TH</sup> SEPTEMBER, 2016 AT 2:30 PM AT INDIAN BANK MANAGEMENT ACADEMY FOR GROWTH & EXCELLENCE (IMAGE), MRC NAGAR, RAJA ANNAMALAIPURAM, CHENNAI - 600028.**

I, P.Sriram, Proprietor of P.Sriram & Associates, Practicing Company Secretaries, was appointed as Scrutinizer by the Board of Directors of **IND BANK HOUSING LTD**, CIN: L65922TN1991PLC020219 ("the Company") for the purpose of scrutinizing the voting by electronic means i.e. remote e-voting and voting by poll at the Company's Annual General Meeting (AGM) held on 24<sup>th</sup> September, 2016 at the venue mentioned above pursuant to Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended ('Rules') and the Regulation 44 of the SEBI (Listing obligations and Disclosure Requirements) Regulations 2015, in respect of resolutions contained in the Notice dated August 13, 2016 of the AGM held on September 24, 2016.

  
Sriram Parthasarathy  
Scrutinizer




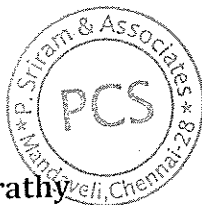
  
Initial of the Chairman


The management of the Company is responsible to ensure the compliance with the requirements of the Act and Rules relating to voting through electronic means [i.e. by remote e-voting and voting by poll at the AGM for the resolutions contained in the Notice of the AGM. My responsibility as a scrutinizer is restricted to ensure that the voting process through remote e-voting and poll at the AGM is conducted in a fair and transparent manner and to make a Consolidated Scrutinizer Report of the votes cast 'For' or 'Against' the resolutions contained in the Notice.

**Report on scrutiny:**


1. The Company has entered into an arrangement with Central Depository Services (India) Limited (CDSL) the Agency authorized under the Rules and engaged by the Company to provide e-voting facilities for voting through electronic means to all the members who were eligible to take part in the remote e-voting.
2. The cut-off date for the purposes of identifying the shareholders who will be entitled to vote on the resolution placed for approval of the shareholders was 17<sup>th</sup> September, 2016.
3. As prescribed in the Rules, remote e-voting facility was kept open for three days from Wednesday, 21<sup>st</sup> September, 2016 (9:00 am IST) till Friday, 23<sup>rd</sup> September 2016 (5:00 pm IST) preceding the date of the AGM.
4. As on the cut-off date i.e. 17<sup>th</sup> September, 2016, there were 12,836 Shareholders.
5. At the end of remote e-voting period on 23<sup>rd</sup> September, 2016 at 5:00 PM IST, voting portal of Central Depository Services (India) Limited (CDSL) was blocked forthwith.

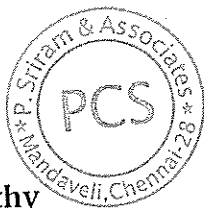
  
Sriram Parthasarathy  
Scrutinizer



  
Initial of the Chairman

6. After the poll ordered by the Chairman at the AGM, 1 poll box kept for polling were locked in my presence with due identification marks placed by me. The key of the poll box were handed over to the Chairman of the AGM after locking them.
7. After completion of the poll at the AGM, the poll box kept for voting were immediately opened by me in presence of two witnesses who are not the employees of the Company.
8. The Shareholders present in person or through proxy/Authorised Representatives at the AGM were 599.
9. On Saturday, 24<sup>th</sup> September, 2016 at 03:20 PM after counting votes cast at the AGM, the votes cast through remote e-voting were unblocked by me in the presence of – Ms. Nithya Pasupathy & Mr. M.Oberoi Jangit
10. The voting ballot papers for the Poll conducted at the AGM and remote e-voting records were reconciled with the records maintained by Central Depository Services (India) Limited (CDSL), the Registrar and Share Transfer Agents (RTA) of the Company along with the authorizations/ proxies lodged with the RTA/Company. The voters were also scrutinized for the purpose of eliminating duplicate voting (i.e) on remote e-voting as well as by use of Poll.
11. The poll papers which were incomplete and/ or which were otherwise found defective have been treated as invalid and kept separately.
12. The total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under :

  
**Sriram Parthasarathy**  
Scrutinizer



  
Initial of the Chairman

**CONSOLIDATED REPORT ON RESULT OF VOTING THROUGH ELECTRONIC MEANS i.e.,  
REMOTE E- VOTING AND VOTING BY POLL IS AS UNDER:**

**ITEM NO. 1 AS AN ORDINARY RESOLUTION**

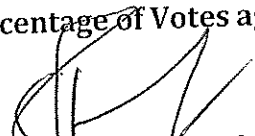
TO RECEIVE, CONSIDER AND ADOPT THE DIRECTORS REPORT AND THE AUDITED BALANCE SHEET AS ON 31.03.2016 AND PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31.03.2016 AND AUDITORS REPORT THEREON.

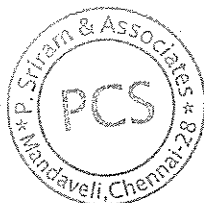
Voting	Voted in favour of the resolution		Voted against the resolution		Votes invalid	
	Through voting by poll	Through remote e-voting	Through voting by poll	Through remote e-voting	Through voting by poll	Through remote e-voting
Number of Members voted (in person or by proxy)	2	4	1	0	0	0
Number of Votes Cast by Members	26	7602666	100	0	0	0
% of total number of valid votes cast	20.6349	100	79.3651	0	0	0

**CONSOLIDATED RESULT ON VOTING ITEM NO: 1**

Percentage of Votes in Favour – 99.9987%

Percentage of Votes against – 0.0013%

  
Sriram Parthasarathy  
Scrutinizer



  
Initial of the Chairman

**ITEM NO.2: AS AN ORDINARY RESOLUTION**


**TO APPOINT SHRI A.S. RAJEEV (DIN 07478424) AS A DIRECTOR WHOSE PERIOD OF OFFICE SHALL BE LIABLE TO DETERMINATION BY RETIREMENT OF DIRECTORS BY ROTATION**

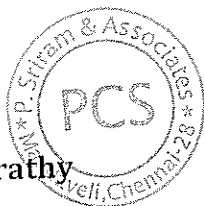
Voting	Voted in favour of the resolution		Voted against the resolution		Votes invalid	
	Through voting by poll	Through remote e-voting	Through voting by poll	Through remote e-voting	Through voting by poll	Through remote e-voting
Number of Members voted (in person or by proxy)	3	4	0	0	0	0
Number of Votes Cast by Members	126	7202666	0	0	0	0
% of total number of valid votes cast	100	100	0	0	0	0

**CONSOLIDATED RESULT ON VOTING ITEM NO: 2**

**Percentage of Votes in Favour - 100%**

**Percentage of Votes against - NIL**

  
**Sriram Parthasarathy**  
Scrutinizer



  
Initial of the Chairman



**ITEM NO. 3 : AS AN ORDINARY RESOLUTION**


**TO APPOINT SHRI M NAGARAJAN (DIN 07572747) AS A DIRECTOR WHOSE PERIOD OF OFFICE SHALL BE LIABLE TO DETERMINATION BY RETIREMENT OF DIRECTORS BY ROTATION**

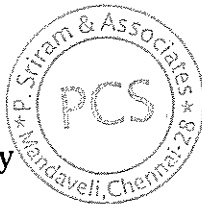
Voting	Voted in favour of the resolution		Voted against the resolution		Votes invalid	
	Through voting by poll	Through remote e-voting	Through voting by poll	Through remote e-voting	Through voting by poll	Through remote e-voting
Number of Members voted (in person or by proxy)	3	4	0	0	0	0
Number of Votes Cast by Members	126	7602666	0	0	0	0
% of total number of valid votes cast	100	100	0	0	0	0


**CONSOLIDATED RESULT ON VOTING ITEM NO: 3**

**Percentage of Votes in Favour – 100%**

**Percentage of Votes against – NIL**

  
**Sriram Parthasarathy**  
Scrutinizer



  
Initial of the Chairman

**ITEM NO.4 AS AN ORDINARY RESOLUTION**


**TO APPOINT SHRI ASHWINI KUMAR BAJPAI (DIN 07391570) AS A DIRECTOR :**

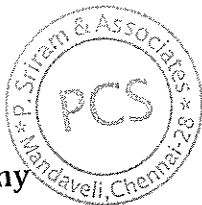
Voting	Voted in favour of the resolution		Voted against the resolution		Votes invalid	
	Through voting by poll	Through remote e-voting	Through voting by poll	Through remote e-voting	Through voting by poll	Through remote e-voting
Number of Members voted (in person or by proxy)	3	4	0	0	0	0
Number of Votes Cast by Members	126	7602666	0	0	0	0
% of total number of valid votes cast	100	100	0	0	0	0


**CONSOLIDATED RESULT ON VOTING ITEM NO: 4**

**Percentage of Votes in Favour - 100%**

**Percentage of Votes against - NIL**

  
**Sriram Parthasarathy**  
Scrutinizer



  
Initial of the Chairman

**ITEM NO.5 AS AN ORDINARY RESOLUTION**

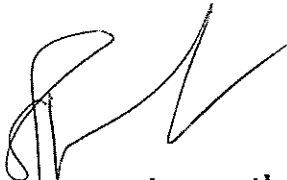
**TO APPOINT SHRI ASHWINI KUMAR BAJPAI (DIN 07391570) AS MANAGING DIRECTOR**

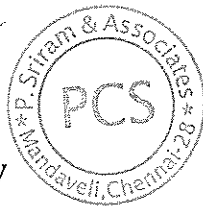
Voting	Voted in favour of the resolution		Voted against the resolution		Votes invalid	
	Through voting by poll	Through remote e-voting	Through voting by poll	Through remote e-voting	Through voting by poll	Through remote e-voting
Number of Members voted (in person or by proxy)	3	4	0	0	0	0
Number of Votes Cast by Members	126	7602666	0	0	0	0
% of total number of valid votes cast	100	100	0	0	0	0


**CONSOLIDATED RESULT ON VOTING ITEM NO: 5**

**Percentage of Votes in Favour - 100%**

**Percentage of Votes against - NIL**

  
**Sriram Parthasarathy**  
Scrutinizer



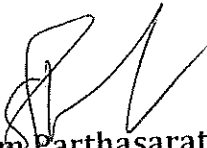
  
Initial of the Chairman

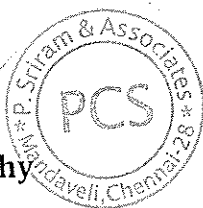
13. It is to be noted that


- a. The shareholders abstained from voting on specific resolutions under remote e-voting were not considered.
- b. Shareholders whose signature is not matched, improperly voted, abstained from voting resolutions are considered as invalid ones.
- c. The Shareholders who had exercised their right to vote by way of remote e-voting and has once again voted in the AGM, the voting cast by him/ her by way of remote e-voting has be considered.

14. Based on the voting reported in the above table all resolutions are passed with requisite majority, We request the Chairman of the AGM to announce the results accordingly.

15. 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 herewith.

  
**Sriram Parthasarathy**  
Scrutinizer

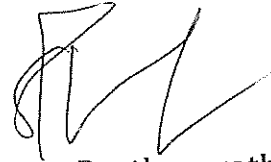


  
Initial of the Chairman

16. The electronic data and all other relevant records relating to the e-voting is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking You,

**SIGNATURE OF THE SCRUTINIZER:**

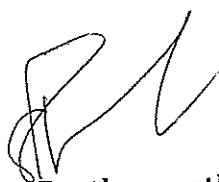


(Sriram Parthasarathy)  
P. Sriram & Associates  
FCS No. 4862/C P No: 3310

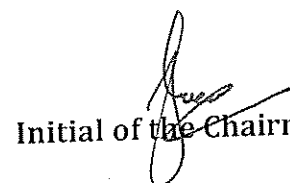
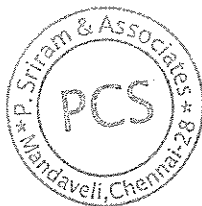
**SIGNATURE OF THE CHAIRMAN OF THE MEETING:**



Date: 24<sup>th</sup> September, 2016  
Place: Chennai



**Sriram Parthasarathy  
Scrutinizer**



**Initial of the Chairman**