

2nd January, 2018

BSE Limited 1 st Floor, New Trading Ring, Rotunda Building, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001	National Stock Exchange of India Limited Exchange Plaza, 5 th Floor, Plot No. C/1, G Block, Bandra - Kurla Complex, Bandra (East), Mumbai – 400 051
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Sub: Summary of proceedings of National Company Law Tribunal, Mumbai Bench convened Meeting of Equity Shareholders of the Company held on 2nd January, 2018

Ref: Disclosure pursuant to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sirs/Madam,

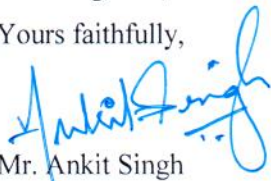
This is to inform that pursuant to the Order dated 29th November, 2017 of National Company Law Tribunal, Mumbai Bench (“NCLT”), a meeting of Equity Shareholders of the Company was held today i.e. Tuesday 2nd January, 2018 at 10 a.m. at 10th Floor, Piramal Tower, Peninsula Corporate Park, Ganpatrao Kadam Marg, Lower Parel, Mumbai – 400 013 (“Meeting”) to consider and approve the Scheme of Amalgamation of Piramal Finance Limited and Piramal Capital Limited with Piramal Housing Finance Limited and their respective Shareholders under section 230-232 of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013 (“Scheme”).

Business as set out in the Notice of Meeting relating to the arrangement embodied in the Scheme was transacted at the Meeting. In terms of the NCLT order, voting results of the business transacted at the venue of the meeting along with the Scrutinizer’s report is disclosed as **Annexure A**.

Kindly take the aforesaid on records and acknowledge the receipt of the same.

Thanking You,

Yours faithfully,



Mr. Ankit Singh
Company Secretary

Piramal Finance Limited

CIN : U99999MH1974PLC129493

Regd. Office : Piramal Tower, B Wing, Ground Floor, Peninsula Corporate Park, Ganpatrao Kadam Marg, Lower Parel, Mumbai - 400 013. India.

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Practicing Company Secretaries

B-206, Jaswanti Residency, Subhash

Lane, Near Bhurabhai Hall,

Kandivali (West), Mumbai - 400067

SCRUTINIZER'S REPORT

To
The Chairman of the Equity Shareholders Meeting
Piramal Finance Limited

CIN: U99999MH1974PLC129493

Piramal Tower, B Wing, Ground Floor,

Peninsula Corporate Park, G.K. Marg,

Lower Parel, Mumbai - 400 013.

Dear Sir,

We submit a report on the result of the poll conducted as per the provisions of the Companies Act, 2013 at the meeting convened by the National Company Law Tribunal, Mumbai Bench vide its Minutes of Order dated 29th November, 2017, of the Equity Shareholders of the Piramal Finance Limited ('the Company') held at 10th Floor, Piramal Tower, Peninsula Corporate Park, Ganpatrao Kadam Marg, Lower Parel, Mumbai - 400 013 on 2nd January, 2017 at 10 a.m.

The Management of the Company is responsible for the compliance of applicable section of the Companies Act, 2013 and applicable Rules made thereunder and our responsibility is only to the extent of making Scrutinizer's Report for ascertaining the votes cast in favour or against the Scheme.

The Ballot Box which was being kept for the purpose of voting through ballots were locked by me and were opened on closure of the meeting in my presence and in the presence of Mr. Aineshkumar Jethwa (Aadhar No. 4522 5536 8728) and Mr. Sanjay Maurya (Aadhar No. 3546 1443 9889) who is not in the employment of the Company and all the ballot papers were diligently scrutinized.

The respective equity shareholders who voted in favor and against the Scheme of Amalgamation between Piramal Finance Limited ('PFL' or 'the Transferor Company 1' having CIN- U99999MH1974PLC129493) and Piramal Capital Limited ('PCL' or 'the Transferor Company 2' having CIN- U65999MH2016PLC284108) with Piramal Housing Finance Limited ('PHFL' or 'the Transferee Company' having CIN- U65999MH2017PLC291071) and their respective shareholders are as under:

Particulars	Number	Representing % (in No.)	Value (in Rs.)	Representing % (in Value)
Total ballots deposited by all equity shareholders/ proxy holders/ authorized	7	100 %	3,09,85,68,1520	100 %





representatives				
Less: Ballots found to be invalid	Nil	Nil	Nil	Nil
Total Valid Ballots	7	100 %	3,09,85,68,1520	100 %
Total equity shareholders present and voting	7	100 %	3,09,85,68,1520	100 %
Total votes FOR the Scheme	7	100 %	3,09,85,68,1520	100 %
Total votes AGAINST the Scheme	Nil	Nil	Nil	Nil
% of votes in favour of the Scheme	-	100 %	-	100 %

The details of Equity Shareholders who voted "FOR" are specified in "Annexure I", who voted "AGAINST" are specified in "Annexure II" and Equity Shareholder's "INVALID" votes are specified in "Annexure III" attached to our report

All the Poll Sheets have been accounted for.

For PANKAJ TRIVEDI & CO.
(Practicing Company Secretaries)

Pankaj Trivedi
Proprietor
Membership No. 30512
CP No. 15301
Date: 2nd January, 2018
Place: Mumbai

Encl : As stated above



Mr. Aineshkumar Jethwa
Witness 1




Mr. Sanjay Maurya
Witness 2

ANNEXURE – I

List of Equity Shareholders who voted FOR the Scheme

Sr. No.	Name of Equity Shareholder	No. of Shares held
1.	Piramal Enterprises Limited (through its Authorised Representative – Chanda Makhija Thadani)	3,09,85,67,152
2.	Ajay G. Piramal (as a nominee of Piramal Enterprises Limited)	900
3.	Dr. Swati A. Piramal (as a nominee of Piramal Enterprises Limited)	20
4.	Vijay K. Shah (as a nominee of Piramal Enterprises Limited)	20
5.	Nandini Piramal (as a nominee of Piramal Enterprises Limited)	20
6.	Rajesh R.Laddha (as a nominee of Piramal Enterprises Limited)	20
7.	Leonard J D'Souza (as a nominee of Piramal Enterprises Limited)	20
	TOTAL	3,09,85,68,152

For PANKAJ TRIVEDI & CO.
(Practicing Company Secretaries)


Pankaj Trivedi
Proprietor
Membership No. 30512
CP No. 15301
Date: 2nd January, 2018
Place: Mumbai



ANNEXURE – II

List of Equity Shareholders who voted AGAINST the Scheme

- *There were no votes cast AGAINST the Scheme.*

For PANKAJ TRIVEDI & CO.
(Practicing Company Secretaries)


Pankaj Trivedi
Proprietor
Membership No. 30512
CP No. 15301
Date: 2nd January, 2018
Place: Mumbai

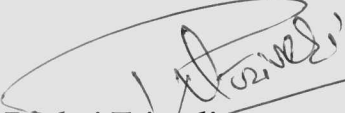


ANNEXURE – III

List of Equity Shareholders whose votes WERE INVALID

- *There were no votes that were invalid.*

For PANKAJ TRIVEDI & CO.
(Practicing Company Secretaries)


Pankaj Trivedi
Proprietor
Membership No. 30512
CP No. 15301
Date: 2nd January, 2018
Place: Mumbai

