

June 25, 2024

To,  
**BSE Limited**  
P. J. Towers,  
Dalal Street, Fort,  
Mumbai - 400001

**Sub: Summary of Proceedings of the Eleventh (11<sup>th</sup>) Annual General Meeting of the Members of Motilal Oswal Home Finance Limited (“the Company”) held on Tuesday, June 25, 2024 through Video Conferencing (“VC”)/Other Audio Visual Means (“OAVM”).**

Dear Sir/ Madam,

We hereby inform the Exchange that the Eleventh (11<sup>th</sup>) Annual General Meeting (“AGM”) of the Members of the Company was held on Tuesday, June 25, 2024, at 11:00 A.M. through Video Conferencing (“VC”)/Other Audio Visual Means (“OAVM”) at Motilal Oswal Tower, Rahimtullah Sayani Road, Opposite Parel ST Depot, Prabhadevi, Mumbai-400025 (deemed venue), to approve the businesses as set out in the Notice dated June 03, 2024, convening the AGM.

In this regard, please find enclosed following for your reference and record:

1. Scrutinizer’s Report issued by Mr. Umashankar K. Hegde, Practicing Company Secretary – **Annexure 1**
2. Summary of Proceedings of the AGM as per Regulation 51(2) read with Part B of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) (as amended from time to time) – **Annexure 2**

Based on the Scrutinizer’s Report, all the Resolutions have been passed with requisite majority.

The aforesaid Scrutinizer’s Report and Summary of Proceedings of the AGM would also be made available on website of the Company at [www.motilaloswalhf.com](http://www.motilaloswalhf.com).

#### **APPOINTMENT OF STATUTORY AUDITORS OF THE COMPANY**

Further to our intimation dated April 26, 2024, and pursuant to Regulation 51(2) read with Part B of Schedule III of Listing Regulations, we also wish to inform the Exchange that the Members of the Company at the said AGM have, *inter-alia*, approved the Appointment of M/s. MGB & Co LLP, Chartered Accountants (ICAI Registration No. 101169W/W100035), as the Statutory Auditors of the Company.

**Motilal Oswal Home Finance Limited**  
CIN: U65923MH2013PLC248741  
Regd. Office.: Motilal Oswal Tower,  
Rahimtullah Sayani Road, Opp. Parel ST Depot,  
Prabhadevi, Mumbai – 400025  
☎ : 82918 89898  
Email: hfquery@motilaloswal.com

Kindly take the same on record.

Thanking you,

Yours faithfully,

**For Motilal Oswal Home Finance Limited**

**Sunny Ganatra**  
**Company Secretary & Compliance Officer**

Encl.: As above

Annexure 1

**UMASHANKAR K. HEGDE**  
**PRACTICING COMPANY SECRETARY**

**Consolidated Scrutinizer's Report**

[Pursuant to Section 108 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014, as amended]

To,  
The Chairman,  
**Motilal Oswal Home Finance Limited**

**Meeting** : Eleventh Annual General Meeting ("AGM") held through Video Conferencing/Other Audio Visual Means  
**Date of Meeting** : June 25, 2024  
**Time of Meeting** : 11:00 A.M. (IST)  
**Deemed Venue** : Motilal Oswal Tower, Rahimtullah Sayani Road, Opposite Parel S.T. Depot, Prabhadevi, Mumbai 400 025

Dear Sir,

I, Umashankar Hegde, Practicing Company Secretary having my office at B-401, Janki Niwas, Shree Rambalakdas Nagri CHS, Tapovan, Malad (E), Mumbai 400 097, was appointed as the Scrutinizer of Motilal Oswal Home Finance Limited for scrutinizing Remote e-voting (e-voting from a place other than venue of the Meeting) and E-voting during the Eleventh Annual General Meeting ("AGM") held on Tuesday, June 25, 2024 at 11:00 A.M. (IST) through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM"), without the physical presence of the Members (also referred as "Shareholders") at a common venue.

The Ministry of Corporate Affairs ("MCA") vide its General Circulars No. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, and subsequent circulars issued in this regard, the latest being 09/2023 dated September 25, 2023 (collectively referred to as "MCA Circulars") has permitted the Companies to conduct their Annual General Meeting ("AGM") through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"), without the physical presence of the Members at a common venue.

Further, in compliance with the aforesaid MCA Circulars, Regulation 58(1)(a) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Circular no. SEBI/HO/DDHS/P/CIR/2023/0164 dated October 06, 2023, the Notice of AGM along with the Annual Report for Financial Year 2023-24 was sent only through electronic mode to those Members / Debenture holders, whose name appeared in the Register of Members or Register of Debentures holders / Beneficial Owners maintained by the Company / Depositories as on benpos date i.e. Friday, May 31, 2024 and whose email addresses are registered with the Company / Depositories. The Notice and Annual Report for FY 2023-24 was also made available on website of the Company i.e. <https://motilalosalwhf.com/> and on the website of the Link Intime India Private Limited ("LIPL") at <https://instavote.linkintime.co.in>.

**B-401, JANKI NIWAS, SHREE RAMBLAKDAS NAGRI CHS, TAPOVAN, MALAD(E), MUMBAI 400097**  
**Mobile No: 08454826250, website: www.csuhegde.in**  
**Email: umashankar.hegde@gmail.com, uhegdeassociates@gmail.com.**

**UMASHANKAR K. HEGDE**  
**PRACTICING COMPANY SECRETARY**

Since the AGM was held through VC /OAVM, physical attendances of Members were dispensed with. Accordingly, in terms of aforesaid MCA circulars, the facility for appointment of proxies by Members was also dispensed with.

Members attended the meeting through VC /OAVM had been counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013 ("the Act").

In compliance with the aforesaid MCA Circulars, provisions of the Section 108 of the Act read with the Rules made thereunder and other applicable provisions of the Act and Secretarial Standard on General Meetings ("SS-2") (as amended from time to time), the Company had also provided the facility to the Members to cast their votes on all the resolutions set out in the Notice of AGM, by Remote e-voting facility. Further, the Company also provided E-voting facility during AGM, in respect of the businesses transacted at the AGM, to those Members who attended the AGM and who had not voted through Remote e-voting.

The Members of the Company holding shares of the Company as on "cut-off" date i.e. Tuesday, June 18, 2024 were entitled to vote on the resolutions as contained in the Notice of AGM of the Company.

The Company had made necessary arrangements with LI IPL to facilitate Remote e-voting and E-voting during AGM.

The period for Remote e-voting commenced on Friday, June 21, 2024 at 9:00 A.M. (IST) and ended on Monday, June 24, 2024 at 5:00 P.M. (IST) and LI IPL e-voting system was disabled after the aforesaid period.

After the end of the Remote e-voting period on Monday, June 24, 2024 at 5:00 P.M. (IST), I was provided access to details of the Members who had opted for Remote e-voting. The details such as Name of the Member, Folio No/DP ID & Client ID and Number of equity shares held by the Member could be seen to ensure that these Members do not vote again at the AGM. However, the manner in which the votes were cast by the Members were not available.

Further, the E-voting was announced during the AGM for the Members who attended the AGM and had not cast their vote earlier through Remote e-voting.

After the closure of the E-voting at the AGM, the report on the E-voting done during the AGM was generated and the voting was diligently scrutinized and reconciled with the votes casts under Remote e-voting facility which was unblocked in the presence of two witnesses who were not in employment of the Company.

I have scrutinized and reviewed the Remote e-voting and E-voting tendered during AGM based on the data downloaded from the e-voting system of LI IPL.

**The Consolidated Report on the result of the Remote e-voting and E-voting during the AGM in respect of the Resolutions set out in the Notice of the AGM is as under:**

**Resolution No. 1: Ordinary Resolution**

To consider and adopt the Audited Financial Statements of the Company together with the Report of the Board of Directors and the Auditors thereon for the Financial Year ended March 31, 2024:

(i) Voted **in favor** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	38	5,920,561,492	100
E-Voting during AGM	0	0	0
<b>Total</b>	<b>38</b>	<b>5,920,561,492</b>	<b>100</b>

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	0	0	0
E-Voting during AGM	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>

(iii) **Invalid** votes:

Particulars	Total number of members voted	Total number of votes cast by them
Remote e-Voting	-	-
E-Voting during AGM	-	-

**Resolution No. 2: Ordinary Resolution**

To appoint a Director in place of Mr. Raamdeo Agarawal (DIN: 00024533), who retires by rotation, and being eligible, offers himself for re-appointment:

(i) Voted **in favor** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	37*	5,920,561,482	100
E-Voting during AGM	0	0	0
<b>Total</b>	<b>37</b>	<b>5,920,561,482</b>	<b>100</b>

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	0	0	0
E-Voting during AGM	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>

(iii) **Invalid votes:**

Particulars	Total number of members voted	Total number of votes cast by them
Remote e-Voting	-	-
E-Voting during AGM	-	-

**Note:** Mr. Raamdeo Agarawal, holding 10 equity shares and being interested in the agenda item abstained from voting on the resolution no. 2.

**Resolution No. 3: Ordinary Resolution**

To appoint M/s. MGB & Co LLP, Chartered Accountants (ICAI Registration No. 101169W/W100035), as the Statutory Auditors of the Company:

(i) Voted **in favor** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	38	5,920,561,492	100
E-Voting during AGM	0	0	0
<b>Total</b>	<b>38</b>	<b>5,920,561,492</b>	<b>100</b>

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	0	0	0
E-Voting during AGM	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>

(iii) **Invalid votes:**

Particulars	Total number of members voted	Total number of votes cast by them
Remote e-Voting	-	-
E-Voting during AGM	-	-

**Resolution No. 4: Special Resolution**

To issue of Redeemable Non-Convertible Debentures through Public Issue/Private Placement:

(i) Voted **in favor** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	38	5,920,561,492	100
E-Voting during AGM	0	0	0
<b>Total</b>	<b>38</b>	<b>5,920,561,492</b>	<b>100</b>

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	0	0	0
E-Voting during AGM	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>

(iii) **Invalid votes:**

Particulars	Total number of members voted	Total number of votes cast by them
Remote e-Voting	-	-
E-Voting during AGM	-	-

**Resolution No. 5: Ordinary Resolution**

To approve Material Related Party Transactions with Motilal Oswal Financial Services Limited, a holding company:

(i) Voted **in favor** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	30	10,777,248	100
E-Voting during AGM	0	0	0
<b>Total</b>	<b>30</b>	<b>10,777,248</b>	<b>100</b>

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	0	0	0
E-Voting during AGM	0	0	0
<b>Total</b>			

(iii) **Invalid votes:**

Particulars	Total number of members voted	Total number of votes cast by them
Remote e-Voting	-	-
E-Voting during AGM	-	-

**Note:** 8 Shareholders (including Promoter & Promoter group), holding 5,909,784,244 equity shares, abstained from voting on the resolution no. 5.

**Resolution No. 6: Ordinary Resolution**

To approve Material Related Party Transactions with Motilal Oswal Finvest Limited, a fellow subsidiary:

(i) Voted **in favor** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	30	10,777,248	100
E-Voting during AGM	0	0	0
<b>Total</b>	<b>30</b>	<b>10,777,248</b>	<b>100</b>

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	0	0	0
E-Voting during AGM	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>

**UMASHANKAR K. HEGDE  
PRACTICING COMPANY SECRETARY**

(iii) **Invalid** votes:

<b>Particulars</b>	<b>Total number of members voted</b>	<b>Total number of votes cast by them</b>
Remote e-Voting	-	-
E-Voting during AGM	-	-

**Note:** 8 Shareholders (including Promoter & Promoter group), holding 5,909,784,244 equity shares, abstained from voting on the resolution no. 6.

Figures in percentage terms wherever appearing in fraction have been rounded off.

All the Resolutions stated above from 1 to 6 have been passed with requisite majority.

The records containing details relating to electronic voting (Remote e-voting and E-voting during AGM) has been provided to the Company for safe keeping.

Thanking You,

UMASHANKAR KRISHNA HEGDE  
Digitally signed by  
UMASHANKAR KRISHNA  
HEGDE  
Date: 2024.06.25 19:35:29  
+05'30'

**Umashankar K Hegde**  
**(Scrutinizer)**  
**Practicing Company Secretary**  
**M. No- ACS 22133# C.P No- 11161**

Place: Mumbai  
Date: June 25,2024

**UDIN:** A022133F000617552

Countersigned  
**For Motilal Oswal Home Finance Limited**

**Motilal Oswal**  
**Chairman**  
**DIN: 00024503**

Place: Mumbai  
Date: June 25, 2024

## Annexure 2

### Summary of Proceedings of the Eleventh Annual General Meeting (“AGM/ Meeting”) of the Members of the Motilal Oswal Home Finance Limited (“the Company”) held on Tuesday, June 25, 2024, through Video Conferencing (“VC”)/Other Audio Visual Means (“OAVM”)

Mr. Motilal Oswal, Chairman of the Company, welcomed the Members to the AGM who were present through Video Conferencing (“VC”)/Other Audio Visual Means (“OAVM”). After confirming requisite quorum being present, Mr. Oswal called the Meeting to order and commenced the proceedings.

Mr. Oswal informed that the AGM is convened and conducted in accordance with the circulars issued by Ministry of Corporate Affairs (“MCA”). Further, the Company had made necessary arrangements with Link Intime India Private Limited (“LI IPL”) to provide facility for voting through Remote e-voting, E-voting during the AGM and participation in the AGM. Since there was no physical attendance of Members and in compliance with the Circulars issued by MCA, the requirement of appointing proxies was not applicable. He further informed that the documents/registers as per the regulatory requirement were available for inspection electronically on request of the Members.

Mr. Oswal introduced all the Board Members. Thereafter Mr. Oswal informed that Mr. Bhavin Shah, Chief Financial Officer; Mr. Sunny Ganatra, Company Secretary; Mr. Shalibhadra Shah, Group Chief Financial Officer and Other Officers, Mr. Umashankar K. Hegde, Scrutinizer and Representatives of Statutory Auditors and Secretarial Auditors are also attending this AGM.

Mr. Oswal further informed that the Notice of the 11<sup>th</sup> AGM and the Explanatory Statement along with Annual Report for the Financial Year ended 2023-24 including the copy of the Audited Financial Statements for the year ended March 31, 2024 together with the Board’s and Auditors’ Report were circulated electronically (via e-mail) to the Members within the statutory timelines. With the permission of the Members, the Notice convening the AGM was taken as received and read.

With reference to qualifications in the reports, Mr. Oswal informed that there were no qualifications, observations, or comments in the Statutory Auditors’ Report and Secretarial Audit Report. The said reports were taken as read with the permission of the Members.

Mr. Oswal then informed the Members that the Company had provided Remote e-voting facility to its Members to cast votes electronically on items of business as set out in the Notice of AGM.

He further informed that the Remote e-voting facility commenced on Friday, June 21, 2024 at 9:00 A.M. (IST) and ended on Monday, June 24, 2024 at 5:00 P.M. (IST) and the Remote e-voting module was disabled by LI IPL after the aforesaid period.

He further mentioned that the Company has also provided an E-voting facility during the AGM, wherein the Members who were attending the AGM can cast their vote electronically on the business specified in the Notice of AGM. However, only those Members who were present in the AGM through VC/OAVM and had not casted their vote on the resolutions through Remote e-voting and otherwise not barred from doing so, were eligible to vote through E-voting during the AGM.

Mr. Oswal further apprised the Members that the Board has appointed Mr. Umashankar K. Hegde, Practicing Company Secretary (Membership No. A22133) as a Scrutinizer for scrutinizing the process of Remote e-voting held prior to AGM and E-voting during the AGM in fair and transparent manner.

Mr. Oswal then appealed Mr. Sunny Ganatra, Company Secretary to call out the names of Members who have registered themselves as speakers, to ask queries concerning the resolutions proposed at the Meeting and seek clarifications on the Company's accounts and businesses. Mr. Ganatra informed that no such request was received from the Members and no queries were raised during the Meeting.

Mr. Oswal thereafter took up the following resolutions as set out in the Notice of AGM as read and passed by the Members:

<b>Sr. No.</b>	<b>Particulars</b>	<b>Type of Resolution</b>
<b>Ordinary Businesses</b>		
1.	To consider and adopt the Audited Financial Statements of the Company together with the Report of the Board of Directors and the Auditors thereon for the Financial Year ended March 31, 2024.	Ordinary
2.	To appoint a Director in place of Mr. Raamdeo Agarawal (DIN: 00024533), who retires by rotation, and being eligible, offers himself for re-appointment.	Ordinary
3.	To appoint M/s. MGB & Co LLP, Chartered Accountants (ICAI Registration No. 101169W/W100035), as the Statutory Auditors of the Company.	Ordinary
<b>Special Businesses</b>		
4.	To issue Redeemable Non-Convertible Debentures through Public Issue/Private Placement.	Special
5.	To approve Material Related Party Transactions with Motilal Oswal Financial Services Limited, a holding company.	Ordinary
6.	To approve Material Related Party Transactions with Motilal Oswal Finvest Limited, a fellow subsidiary.	Ordinary

Further, Mr. Oswal and Mr. Sukesh Bhowal, Managing Director and Chief Executive Officer of the Company briefed the Members about the State of Affairs of the Company.

Mr. Oswal then informed that the E-voting process would be closed 15 minutes after the conclusion of AGM. Mr. Oswal further informed that results would be declared Thursday June 27, 2024, based on the Scrutinizer's Report after taking into consideration the votes cast through Remote e-voting and E-voting during the AGM and the same would be displayed on the website of the Company at [www.motilaloswalhf.com](http://www.motilaloswalhf.com) and of LIIPL at <https://instavote.linkintime.co.in>.

There being no other item in the Agenda, Mr. Oswal thanked the Members for attending & participating in the AGM and concluded the AGM at 11:29 A.M.

Thanking you,

Yours faithfully,

**For Motilal Oswal Home Finance Limited**

**Sunny Ganatra**  
**Company Secretary & Compliance Officer**