



**GHFL/Comp./2022/088**

December 6, 2022

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

**Kind Attn: Head – Listing Department / Dept of Corporate Communications**

**Subject: Proceedings of the Extraordinary General Meeting**

Dear Sir / Madam,

Pursuant to Regulation 51 read with Part B of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed proceedings of the Extraordinary General Meeting of the Company held on Tuesday, December 6, 2022, at 11:00 a.m. at the Registered Office of the Company at Godrej One, Pirojshanagar, Eastern Express Highway, Vikhroli (East), Mumbai – 400079.

We request you to take the aforesaid on records.

Thanking you,

**Yours sincerely,  
For Godrej Housing Finance Limited**

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**Ms. Chunni Singh  
Company Secretary & Compliance Officer**



**PROCEEDINGS OF THE EXTRAORDINARY GENERAL MEETING ("EGM") OF GODREJ HOUSING FINANCE LIMITED ("THE COMPANY") HELD ON TUESDAY, DECEMBER 6, 2022, AT 11:00 A.M. AT THE REGISTERED OFFICE OF THE COMPANY AT GODREJ ONE, PIROJSHANAGAR, EASTERN EXPRESS HIGHWAY, VIKHROLI (EAST), MUMBAI – 400 079 AND CONCLUDED AT 11: 30 A.M.**

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1. Mr. Pirojsha Godrej, Non-Executive Chairperson of the Board took the Chair and after ascertaining presence of requisite quorum, he welcomed the Members present at the Meeting and commenced the proceedings.
2. The Chairperson informed that in accordance with the Secretarial Standard on General Meetings, the Company had given exemption to the Statutory Auditors of the Company from attending the Meeting. The Chairperson further informed that the document(s) referred to in the notice were available for inspection by the Members.
3. No proxy had been received by the Company.
4. The Chairperson requested the Members to note that pursuant to the provisions of Section 101(1) of the Companies Act, 2013 ("the Act"), consent from the majority of Members had been obtained to convene the Meeting at a shorter notice and accordingly the Meeting was held at a shorter notice.
5. Further, with the consent of the Members present, the Notice convening the Meeting was taken as read.
6. The Chairperson explained the objective and implication of the resolutions with respect to the following items of businesses as laid down in the Notice of the EGM dated December 2, 2022:

<b>Item No.</b>	<b>Description</b>	<b>Type of Resolution</b>
1.	Change in structure of the authorised share capital of the Company by re-classification of un-issued preference shares of the face value of Rs. 10/- each in the authorized share capital of the Company to equity shares of Rs. 10/- each.	Ordinary
2.	Alteration of 5th clause of the memorandum of association of the Company consequent to change in structure of authorised share capital of the	Special

	Company.	
3.	Increase in the borrowing limits of the Company under section 180 (1) (c) of companies act, 2013.	Special
4.	Authorizing the Board to sell, lease, dispose off or create charge etc over the assets of the Company to secure the credit/loan facilities to be availed by the Company, under section 180 (1) (a) of companies act, 2013,	Special
5.	Issue of Non-Convertible Debentures on private placement basis.	Special

7. The Members unanimously passed the resolutions pertaining to the aforesaid items of businesses, as set out in the EGM Notice, by show of hands.

8. The Chairperson thanked the Members and the EGM was concluded at 11.30 a.m.

**For Godrej Housing Finance Limited**

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NILESH  
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**Ms. Chunni Singh**

**Company Secretary & Compliance Officer**