

DHFL/CSD/2016-17/ 117

30th March, 2017

The Manager Listing Department The BSE Limited. Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai- 400 001.	The Manager Listing Department National Stock Exchange of India Limited, 'Exchange Plaza', C-1, Block G, Bandra- Kurla Complex, Bandra (East), Mumbai- 400 051.
Fax No. 2272 2082 / 3132	Fax No. 26598237 / 38
Kind Attn. DCS –CRD	Kind Attn. Head – Listing
Stock Code: 511072	Stock Code: DHFL

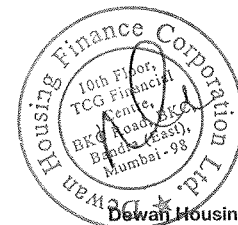
Dear Sir/ Madam,

Ref: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

We wish to submit that:

- A. The Board of Directors of Dewan Housing Finance Corporation Limited (“DHFL” or the “**Company**”) (at its meeting held on 14th February, 2017) and Shareholders of the Company (vide resolution dated 17th March, 2017 passed through Postal Ballot), have authorized the Finance Committee of the Board of Directors of the Company to take necessary actions in connection with the sale of 100% of the equity shares held by DHFL in DHFL Pramerica Life Insurance Company Limited (“**DPLI**”) (equivalent to 50% of the paid-up share capital of DPLI), to DHFL Investments Limited (“**DIL**”), a wholly owned subsidiary of DHFL (“**Proposed Transfer**”).

Further to the above, and in continuation of our earlier intimations dated 14th February, 2017 and 20th March, 2017, we wish to inform you that the Finance Committee of the Board of Directors, in exercise of the powers vested in it by the Board and Shareholders of the Company, at its meeting held today i.e. 30th March, 2017, which commenced at 5.15 p.m. and concluded at 6.05 p.m., inter-alia, recorded and approved the valuation report dated 30th March, 2017, prepared by an internationally reputed actuarial consultant, setting out the fair market value for the Proposed Transfer, as Rs. 2000,50,00,000 (Rupees Two Thousand Crores and Fifty Lakhs), which is within the preliminary range indicated in the Postal Ballot notice and our earlier intimation, both dated 14th February, 2017.



This is to further inform you that the Company proposes to infuse Rs. 100,00,00,000 (Rupees One Hundred Crores) in the share capital of DIL, which will be used by DIL to fund the shares to be acquired by it, as part of the Proposed Transfer.

The Proposed Transfer has received the applicable regulatory approvals of Insurance Regulatory and Development Authority of India, Competition Commission of India and Reserve Bank of India.

- B. Further to the above, Finance Committee at its meeting held today also allotted **13,796** (Thirteen Thousand Seven Hundred Ninety Six) fully paid up equity shares of Rs. 10/- each, pursuant to exercise of 29,080 ESARs under Grant 1 to the eligible employees of the Company, as per the provisions of the Dewan Housing Finance Corporation Limited Employee Stock Appreciation Rights Plan 2015 "DHFL ESAR Plan 2015" and Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014. The amount realised against the said equity shares is Rs. 1,37,960. The said equity shares rank *pari-passu* in all respects with the existing equity shares of the Company.

Consequent to the subject allotment of equity shares to the eligible employees of the Company, the Paid-up Equity Share Capital of the Company stands increased from Rs. 313,13,84,090 divided into 31,31,38,409 equity shares of face value of Rs. 10/- each to Rs. 313,15,22,050 divided into 31,31,52,205 equity shares of face value of Rs. 10/- each.

We request you to kindly take the same on record and acknowledge receipt.

Thanking you,

Yours faithfully,

for **Dewan Housing Finance Corporation Limited**


Niti Arya
Company Secretary
FCS No - 5586

