

January 09, 2025

BSE Limited

Corporate Relationship Department
25th Floor, Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400 001

BSE Scrip Code: 524000

National Stock Exchange of India Limited

The Listing Department,
Exchange Plaza,
Bandra- Kurla Complex, Bandra (East),
Mumbai - 400 051

NSE Symbol: POONAWALLA

Dear Sir / Madam,

Subject: Summary of the Proceedings and Voting Results of the Extra Ordinary General Meeting of the Company held on January 09, 2025, pursuant to Regulation 30 and 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations').

This is further to our intimation dated December 18, 2024, we are pleased to inform you that the Extra Ordinary General Meeting ("EGM") of the Members of the Company was held today i.e Thursday, January 09, 2025 at 10:30 A.M. through Video-Conferencing ("VC")/ Other Audio - Visual Means ("OAVM")

We are hereby submitting the summary of proceedings of the EGM in compliance with applicable circulars issued by the Ministry of Corporate Affairs ("MCA") and Securities and Exchange Board of India ("SEBI"). The proceedings of the EGM were deemed to be conducted at the Registered Office of the Company which was deemed venue of the said EGM.

Pursuant to Regulation 44 of SEBI Listing Regulations and applicable provisions of the Companies Act, 2013, the Company had provided the facility to Members of the Company to cast their votes on the resolutions proposed by electronic means i.e., through remote e-Voting and e-voting that commenced on Sunday, January 05, 2025 at 09:00 A.M. (IST) and ends on Wednesday, January 08, 2025 at 05:00 P.M. (IST) and also during the EGM.

The Company had appointed Mr. Girsh Bhatia, Practicing Company Secretary (FC: 3295 CP No. 13792), as the Scrutinizer for scrutinizing the process of remote e-Voting and e-Voting during the Meeting in a fair and transparent manner. Accordingly, the Scrutinizer had submitted the Consolidated Scrutinizer's Report on remote e-Voting and e-Voting conducted during the proceedings of the EGM.

The EGM commenced at 10.30 A.M. (IST) and concluded at 11.10 A.M. (IST).

In view of the above and pursuant to Regulation 30 of the SEBI Listing Regulations, we hereby submit the following:

1. Summary of the proceedings of the EGM;
2. Combined voting results in the prescribed format as per Regulation 44 of SEBI Listing Regulations;
3. Consolidated Scrutinizer's Report dated January 09, 2025 on remote e-Voting and e-Voting during the EGM.

Poonawalla Fincorp Limited

CIN: L51504PN1978PLC209007

Registered Office: 201 and 202, 2nd floor, AP81, Koregaon Park Annex, Mundhwa, Pune - 411 036

T: +91 20 67808090 | **E:** secretarial@poonawallafincorp.com | **W:** www.poonawallafincorp.com

Based on the Report of the Scrutinizer, all the resolutions have been passed with requisite majority.

The above is also made available on the website of the Company at www.poonawallafincorp.com.

We request you to take the above information on record.

Thanking You,

Yours faithfully,
For Poonawalla Fincorp Limited

Shabnum Zaman
Company Secretary
ACS-13918

SUMMARY OF THE PROCEEDINGS OF THE EXTRA ORDINARY GENERAL MEETING OF THE MEMBERS OF POONAWALLA FINCORP LIMITED

The Extraordinary General Meeting (the 'EGM'/ 'Meeting') of Poonawalla Fincorp Limited ('the Company') was held today on Thursday, January 09, 2025 at 10.30 A.M. (IST) through Video Conferencing ('VC')/ Other Audio Visual Means ('OAVM'). The Company while conducting the Meeting, adhered to the circulars issued by the Ministry of Corporate Affairs ('MCA Circulars') and the Securities and Exchange Board of India ('SEBI') notification(s), circular(s) and guidelines in view of the conducting EGM through VC and OAVM. In accordance with the Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India ('ICSI') read with guidance/ clarification issued by the ICSI, the proceedings of the EGM were deemed to be conducted at the Registered Office of the Company which was the deemed venue of the Meeting.

The Company Secretary of the Company welcomed the Members to the Meeting. The Company Secretary informed the Members that Chairman of the Company could not attend the Meeting due to exigency, Directors present at the meeting had elected Mr. Prabhakar Dalal, Independent Director of the Company and Chairman of Stakeholders Relationship Committee and Nomination and Remuneration Committee to take the Chair and commence the proceedings.

The requisite quorum being present, the Chairman called the Meeting to order and welcome the Members to the EGM. The Chairman introduced the Directors and the Key Managerial Personnel of the Company who participated in the Meeting. The authorized representatives of the Joint Statutory Auditors and the Secretarial Auditor of the Company were also present for the Meeting.

Further, the Company Secretary informed to the Members that as per the provisions of the Companies Act, 2013, the statutory registers was kept open for inspection by the Members during EGM. Link for inspection of documents was made available in the e-Voting website of NSDL i.e., www.evoting.nsdl.com. The Company Secretary further added that since the Meeting was held through VC and in compliance with the MCA Circulars for holding EGM through VC, there was no requirement of appointment of proxies by Members and hence the proxy register was not available for inspection.

With the consent of the Members present, the Notice of the Meeting was taken as read since it was sent to the Members electronically.

Thereafter, the Company Secretary said that the Company had provided remote e-Voting to the Members to cast their votes on the resolutions as set out in the Notice. The remote e-Voting period began on Sunday, January 05, 2025, at 09:00 A.M. (IST) and ended on Wednesday, January 08, 2025, at 05:00 P.M. (IST).

The Company Secretary further informed that Members who have not cast their vote through remote e-Voting can cast their votes through their screens, which contains the e-Voting services facility to vote during the EGM and till 30 minutes post the conclusion of the EGM. Mr. Girish Bhatia, Practicing Company Secretary was appointed as the scrutinizer to scrutinize the remote e-Voting and e-Voting provided at the Meeting in a fair and transparent manner.

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After the brief to the Members, the Chairman briefed the Members on the resolutions as set out in the Notice of the EGM, as follows:

Resolution at Item No.	Description of Resolutions	Resolution
1	Appointment of Mr. Rajeev Sardana (DIN:06648276) as Non-Executive Independent Director of the Company for period of 3 years.	Special
2	Re-appointment of Mr. Sanjay Kumar (DIN: 09466542) as an Independent Director of the Company.	Special
3	Increase in the Borrowing Limit under Section 180(1)(c) of the Companies Act, 2013 upto Rs. 50,000 Crores.	Special
4	Creation of Charges on the movable and immovable properties of the Company under Section 180(1)(a) of the Companies Act, 2013 both present and future, in respect of borrowings.	Special

Members who had registered themselves as speakers were given an opportunity to ask questions and seek clarification(s). Mr. Sunil Samdani, Executive Director of the Company appropriately responded to the comments/questions of the Members.

Post the question-and-answer session, the Company Secretary informed the Members that the voting results along with the scrutinizer's report will be disseminated to the Stock Exchanges and will also be made available on the website of the Company, i.e., www.poonawallafincorp.com and at NSDL at www.evoting@nsdl.com.

The Chairman thanked all the Members for their participation in the Meeting and announced the Meeting had concluded.

In the end, the Company Secretary offered a vote of thanks to the Chair, Directors and Members for attending the Meeting.

The e-voting facility was kept open for the next 30 minutes post the conclusion of the EGM to enable the Members to cast their vote.

Thanking You,
Yours faithfully,
For Poonawalla Fincorp Limited

Shabnum Zaman
Company Secretary
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Combined voting results

Particulars	
Date of the EGM	Thursday, January 09, 2025
Total number of shareholders on record date*	267,455 shareholders
No. of Shareholders attended the meeting through VC/OAVM	
Promoters and Promoter Group:	0
Public:	44

*Record Date implies cut-off date i.e., Thursday, January 02, 2025

Item No.1

Resolution No.1:	Appointment of Mr. Rajeev Sardana (DIN:06648276) as Non-Executive Independent Director of the Company for period of 3 years:
Resolution Required (Ordinary / Special)	Special Resolution
Whether Promoter/Promoter group are interested in the agenda or resolution?	No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	485187255	485187255	100.0000	485187255	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		485187255	100.0000	485187255	0	100.0000	0.0000
Public Institutions	E-Voting	155594165	146502256	94.1567	146126234	376022	99.7433	0.2567
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		146502256	94.1567	146126234	376022	99.7433	0.2567
Public Non Institutions	E-Voting	137209920	25987506	18.9400	25965570	21936	99.9156	0.0844
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		25987506	18.9400	25965570	21936	99.9156	0.0844
Total		777991340	657677017	84.5353	657279059	397958	99.9395	0.0605

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Item No.2

Resolution No.2:	Re-appointment of Mr. Sanjay Kumar (DIN: 09466542) as an Independent Director of the Company.
Resolution Required (Ordinary / Special)	Special Resolution
Whether Promoter/Promoter group are interested in the agenda or resolution?	No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100
Promoter and Promoter Group	E-Voting	485187255	485187255	100.0000	485187255	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		485187255	100.0000	485187255	0	100.0000	0.0000
Public Institutions	E-Voting	155594165	146502256	94.1567	146026102	476154	99.6750	0.3250
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		146502256	94.1567	146026102	476154	99.6750	0.3250
Public Non Institutions	E-Voting	137209920	25987596	18.9400	25963974	23622	99.9091	0.0909
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		25987596	18.9400	25963974	23622	99.9091	0.0909
Total		777991340	657677107	84.5353	657177331	499776	99.9240	0.0760

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Item No.3

Resolution No.3:	Increase in the Borrowing Limit under Section 180(1)(c) of the Companies Act, 2013 upto Rs. 50,000 Crores.
Resolution Required (Ordinary / Special)	Special Resolution
Whether Promoter/Promoter group are interested in the agenda or resolution?	No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	485187255	485187255	100.0000	485187255	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		485187255	100.0000	485187255	0	100.0000	0.0000
Public Institutions	E-Voting	155594165	146502256	94.1567	145179986	1322270	99.0974	0.9026
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		146502256	94.1567	145179986	1322270	99.0974	0.9026
Public Non Institutions	E-Voting	137209920	25987596	18.9400	25984921	2675	99.9897	0.0103
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		25987596	18.9400	25984921	2675	99.9897	0.0103
Total		777991340	657677107	84.5353	656352162	1324945	99.7985	0.2015

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Item No.4

Resolution No.4:	Creation of Charges on the movable and immovable properties of the Company under Section 180(1)(a) of the Companies Act, 2013 both present and future, in respect of borrowings.
Resolution Required (Ordinary / Special)	Special Resolution
Whether Promoter/Promoter group are interested in the agenda or resolution?	No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	485187255	485187255	100.0000	485187255	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		485187255	100.0000	485187255	0	100.0000	0.0000
Public Institutions	E-Voting	155594165	146502256	94.1567	145179986	1322270	99.0974	0.9026
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		146502256	94.1567	145179986	1322270	99.0974	0.9026
Public Non Institutions	E-Voting	137209920	25987596	18.9400	25984871	2725	99.9895	0.0105
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		25987596	18.9400	25984871	2725	99.9895	0.0105
Total		777991340	657677107	84.5353	656352112	1324995	99.7985	0.2015

This is for your information and records.

Yours faithfully,
For Poonawalla Fincorp Limited

Shabnum Zaman
Company Secretary
ACS: 13918

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Consolidated Scrutinizer's Report

***[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii)
of the Companies (Management and Administration) Rules, 2014 as amended***

To

**The Board of Directors
POONAWALLA FINCORP LIMITED
CIN – L51504PN1978PLC209007
201 and 202, 2nd Floor, AP81, Koregaon Park Annex, Mundhwa
Pune, 411036, Maharashtra.**



Dear Sir,

Sub. : Extra-ordinary General Meeting of the Members of Poonawalla Fincorp Limited held on Thursday, January 09, 2025 at 10.30 A.M.

I, CS Girish Bhatia, a Company Secretary in Practice (FCS No.3295, CP No.13792), Kolkata, was duly appointed as the Scrutinizer by the Board of Directors of Poonawalla Fincorp Limited [‘the Company’] for the purpose of scrutinizing the e-Voting process i.e. remote e-voting and voting through electronic means at the Extra-ordinary General Meeting (EGM) in a fair and transparent manner and ascertaining the results thereof in respect of Resolutions transacted at the EGM of the Members of Poonawalla Fincorp Limited held on Thursday, 09th January, 2025 at 10.30 a.m. IST through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) under the provisions of Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and as amended by the Companies (Management and Administration) Amendment Rules, 2016 and General Circular No. 14/2020 dated April 08, 2020, the General Circular No. 17/2020 dated April 13, 2020, the General Circular No. 22/2020 dated June 15, 2020, the General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, the General Circular No. 10/2021 dated June 23, 2021, General Circular No. 20/2021 dated December 08, 2021 General Circular No. 11/2022 dated December 28, 2022, General Circular No 09/2023 dated September 25, 2023 and General Circular No 09/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs (hereinafter, collectively referred to as “MCA Circulars”) and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations”) read with SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, SEBI Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023, SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 (hereinafter collectively referred to as the “SEBI Circulars” issued by the Securities and Exchange Board of India (SEBI).”

Compliances of the provisions of the Companies Act, 2013, the Rules framed thereunder, the MCA Circulars, the SEBI Listing Regulations and SEBI Circulars relating to holding the EGM through VC/OAVM and voting through electronic means at the EGM, by the Members of the Company on item Nos.1 to 4 contained in the Notice dated 18th December, 2024 convening the EGM of the Company are responsibility of the Management of the Company. My responsibility as Scrutinizer is to ensure that voting processes, both through remote e-voting and voting through electronic means at the EGM, are conducted in a fair and transparent manner and to make a Consolidated Scrutinizer's Report, being this Report, of the total votes cast “in favour” and “against”, on the Resolutions transacted at the EGM based on the Reports generated from e-voting system by the National Securities Depository Limited (NSDL) for remote e-voting as well as e-voting at the EGM.

GIRISH BHATIA, PRACTISING COMPANY SECRETARY

Flat No.5B, Shubham Apartment
19-B, Alipore Road, Kolkata – 700027

Mobile No : 9903868281
Email :girishbhatia1956@gmail.com
PAN : ACWPB0146N

I submit my report as under :

1. The Company has appointed NSDL as the agency to provide and facilitate e-voting services to the Members of the Company to cast their votes through a secured electronic voting system on the Resolutions to be transacted at the said EGM.
2. In terms of requirements of the MCA & SEBI Circulars, as stated above, the Notice of the EGM dated December 18, 2024 was sent through electronic means on December 18 , 2024 to those Members whose emails were registered with the Company's RTA for Equity Shares MUFG Intime India Private Limited (Formerly known as Link Intime India Private Limited) / Depositories as on Friday, December 13, 2024.
3. As required under Rule 20(4)(iii) of the Companies (Management and Administration) Rules, 2014 (as amended), the Company has clearly stated in the Notice convening the EGM dated December 18,2024 that the Company has engaged the services of NSDL to provide remote e-voting facility and e-voting facility during the EGM to all the eligible Members to enable them to cast their votes electronically in respect of businesses to be transacted at the EGM and the Members who have casts their votes by remote e-voting may attend the EGM, but shall neither be allowed to change their votes subsequently nor casts votes again during the EGM.
4. The remote e-voting period commenced on **Sunday, January 05 , 2025 at 09:00 A. M. IST and remained open till 05:00 P. M. IST on Wednesday, January 08, 2025.**
5. **The Members of the Company holding shares as on "Cut-off Date" i.e. Thursday, January 02, 2025** were entitled to vote, through remote e-voting system as well as voting at the EGM through electronic voting system on the proposed Resolutions for item Nos.1 to 4 as set out in Notice dated December 18 ,2024.
6. The requisite advertisement pursuant to Section 108 of the Companies Act, 2013, read with Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014 (as amended) was published in the daily Newspaper viz. "The Financial Express" (in English language) and "Loksatta" (in Marathi language) on Thursday, December 19 , 2024.
7. The Votes cast through e-voting at the EGM and through remote e-voting were unlocked after conclusion of the EGM at 11.45 A.M.(after considering the e-voting period) on January 09 , 2025 in the presence of 2 (two) witnessess –Mr. Sumit Agarwal of Flat No.5A, Shubham Apartment, 19B, Alipore Road, Kolkata – 700 027 and Ms. Vishakha Agarwal of Flat No.5A, Shubham Apartment, 19B, Alipore Road, Kolkata – 700 027.
8. The votes cast were diligently scrutinized and authenticated based on the records maintained by the Company and MUFG Intime India Private Limited (Formerly known as Link Intime India Pvt. Ltd.) (Registrar and Share Transfer Agent) with respect to number of shares held on Thursday, January 02, 2025, and authentication, wherever required, lodged for the purpose.
9. Based on details containg list of Members who have cast their votes on remote e-voting platform and votes cast at the EGM, through e-voting system, as downloaded from the e-voting website of NSDL (www.evoting.nsdl.com), the consolidated results on the Resolutions transacted at the EGM held on January 09, 2025 are given below :



Summary of total votes casted (aggregate of remote e-voting) is as follows:

Name of the Company	Poonawalla Fincorp Limited
Meeting	Extra-ordinary General Meeting
Day, Date & Time	Thursday, January 09 ,2025 at 10.30 a.m..
Deemed Venue	Registered Office situated 201 and 202 ,2 nd floor,AP81 Koregaon Park Annex, Mundhwa Pune, 411036, Maharashtra.
Mode	Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”)
Total number of Shareholders on Record Date*	2,67,455
Number of Shareholders attended the meeting through Video Conferencing.	44

*Record Date implies cut-off date i.e., Thursday, January 02 , 2025.

Resolution No.1–Special Resolution

Appointment of Mr. Rajeev Sardana (DIN : 06648276) as Non-Executive Independent Director of the Company for a period of three years.

Particulars	Remote e-voting		Voting at the EGM		Total		%
	No. of Members	No. of Votes	No. of Members	No. of Votes	No. of Members	No. of Votes	
Assent	351	657101550	12	177509	363	657279059	99.9395
Dissent	19	397958	-	-	19	397958	0.0605
Total	370	657499508	12	177509	382	657677017	100.0000

Resolution No.2 –Special Resolution

Re-appointment of Mr. Sanjay Kumar (DIN : 09466542),Independent Director of the Company for second term of 3 (three) years.

Particulars	Remote e-voting		Voting at the EGM		Total		%
	No. of Members	No. of Votes	No. of Members	No. of Votes	No. of Members	No. of Votes	
Assent	352	656999822	12	177509	364	657177331	99.9240
Dissent	19	499776	-	-	19	499776	0.0760
Total	371	657499598	12	177509	383	657677107	100.0000

Resolution No.3 –Special Resolution

Increase in the Borrowing Limit under Section 180(1),(C) of the Companies Act,2013 upto Rs 50000 crores.

Particulars	Remote e-voting		Voting at the EGM		Total		%
	No. of Members	No. of Votes	No. of Members	No. of Votes	No. of Members	No. of Votes	
Assent	341	656174653	12	177509	353	656352162	99.7985
Dissent	35	1324945	-	-	35	1324945	0.2015
Total	376	657499598	12	177509	388	657677107	100.0000



GIRISH BHATIA, PRACTISING COMPANY SECRETARY

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19-B, Alipore Road, Kolkata – 700027

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PAN : ACWPB0146N

Resolution No.4 –Special Resolution

Creation of Charges on the movable and immovable properties of the Company under Section 180 (1)(a) of the Companies Act,2013 both present and future properties of the Company.

Particulars	Remote e-voting		Voting at the EGM		Total		%
	No. of Members	No. of Votes	No. of Members	No. of Votes	No. of Members	No. of Votes	
Assent	340	656174603	12	177509	352	656352112	99.7985
Dissent	36	1324995	-	-	36	1324995	0.2015
Total	376	657499598	12	177509	388	657677107	100.0000

10. Submit herewith my consolidated Scrutinizer's Report on the results of voting through remote e-voting as well as e-voting at the EGM as under:

Based on the aforesaid results, the Resolution No(s).1 to 4 as contained in the Notice dated December 18 ,2024 have been passed with the requisite majority.

All the relevant records relating to the e-Voting through Ballot are 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 Meeting.

Thanking You,

GIRISH BHATIA
Company Secretary in Practice



(CS GIRISH BHATIA)
Practising Company Secretary
FCS : 3295 CP : 13792
UDIN -F003295F003636166
PEER REVIEW{2011/2022

Place : Kolkata
Date:09/01/2025

GIRISH BHATIA
COMPANY SECRETARIES
Flat No. 5B, Shubham Apartment
19-B, Alipore Road
Kolkata-700 027
C.P No.- 13792



GIRISH BHATIA, PRACTISING COMPANY SECRETARY

Flat No.5B, Shubham Apartment
19-B, Alipore Road, Kolkata – 700027

Mobile No : 9903868281
Email :girishbhatia1956@gmail.com
PAN : ACWPB0146N

We the undersigned, have witnessed that the votes cast in respect of resolutions mentioned in the Notice of the Extra Ordinary General Meeting dated December 18, 2024 of Poonawalla Fincorp Limited [the Company] through e-Voting were unblocked by the scrutinizer, Mr. Girish Bhatia, from NSDL's e-Voting website www.evoting.nsdl.com in our presence on January 09, 2025, at around 11.45 A.M (IST) at Flat No.5B, Shubham Apartment, 19-B, Alipore Road, Kolkata - 700027. We are not in employment of the Company.

Sumit

Vishaka

—
Mr. Sumit Agarwal
Flat No.5A, Shubham Apartment
19-B, Alipore Road, Kolkata – 700 027.

—
Ms. Vishakha Agarwal
Flat No.5A, Shubham Apartment
19-B, Alipore Road, Kolkata – 700 027.



Girish

GIRISH BHATIA
COMPANY SECRETARIES
Flat No. 5B, Shubham Apartment
19-B, Alipore Road
Kolkata-700 027
C.P No.- 13792

Countersigned by:
For Poonawalla Fincorp Limited

Shabnum Zaman
Company Secretary
ACS No :13918