

April 14, 2022

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

Subject: Proceedings and Voting Results of the Extra Ordinary General Meeting of the Members of the Company held on 14 April 2022 pursuant to Regulation 30 and 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir / Madam,

This is to inform you that the Extra Ordinary General Meeting of the Members of the Company has been held today at 2:00 P.M. through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM"). The mode of voting was by way of remote e-voting and e-voting system provided during the meeting while participating through VC facility. The Members transacted and approved the following business with the requisite majority as provided below:

Special Business:

1. Appointment of Mr. Sajid Fazalbhoj (DIN:00022760) as Non-Executive and Non-Independent Director of the Company.
2. Appointment of Mr. Atul Kumar Gupta (DIN: 01052730) as Non-Executive and Non-Independent Director of the Company.
3. Appointment of Mr. Sanjay Kumar (DIN: 09466542) as an Independent Director of the Company.
4. Appointment of Mr. G Jaganmohan Rao (DIN: 06743140) as an Independent Director of the Company.
5. Appointment of Mr. Abhay Bhutada (DIN: 03330542) as Managing Director of the Company.

Please find enclosed herewith the summary proceedings and disclosures pertaining to the voting results of the remote e-voting and e-voting conducted at the EGM of the meeting, pursuant to provisions of Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") along with the Scrutinizer's Report of EGM of the Shareholders of the Company held on 14 April 2022 at 2:00 P.M through VC/ OAVM. The proceedings of the EGM were deemed to be conducted at Registered Office of the Company which was deemed venue of the said EGM.

We wish to further inform you that the EGM of the Company was held in terms of the General Circular issued by the Ministry of Corporate Affairs and in compliance with the provisions of the Companies Act, 2013 and Rules made thereunder and Listing Regulations. The Company had appointed Mr. Girish Bhatia, Practicing Company Secretary (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 e-voting and voting during the meeting.

Poonawalla Fincorp Limited
(Formerly known as Magma Fincorp Limited)
CIN: L51504PN1978PLC209007

Registered Office: 601, 6th Floor, Zero One IT Park, Survey No. 79/1, Ghorpadi, Mundhwa Road, Pune - 411036
T: +91 020 67808090 | **E:** info@poonawallafincorp.com | **W:** www.poonawallafincorp.com

Based on the consolidated Report of the Scrutinizer, all the Resolutions as set out in the Notice of the EGM have been duly approved by the Members with requisite majority.

The EGM commenced at 2.00 P.M. (IST) and concluded at 2:45 P.M. (IST). The results are also being hosted on the Company's website www.poonawallafincorp.com.

Request you to kindly take the same on record.

Thanking You,

Yours faithfully,

For Poonawalla Fincorp Limited
(Formerly, Magma Fincorp Limited)



Shabnum Zaman
Company Secretary
ACS: 13918

Encl.: As above.

SUMMARY OF PROCEEDINGS OF EXTRA ORDINARY GENERAL MEETING OF POONAWALLA FINCORP LIMITED (FORMERLY, MAGMA FINCORP LIMITED).

The Extra Ordinary General Meeting (“EGM”/ “Meeting”) of the Members of the Company was held on 14 April 2022 through Video Conferencing (“VC”)/ Other Audio-Visual Means (“OAVM”) at 2:00 P.M.

The Company while conducting the meeting, adhered to the Circulars issued by the Ministry of Corporate Affairs (‘MCA’) and Securities and Exchange Board of India (‘SEBI’) in view of the challenges and risk faced due to COVID-19 pandemic. 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 welcomed the Members to the Meeting. The notice of the Meeting was taken as read since it was already emailed to the shareholders. Since this EGM was held pursuant to the MCA Circulars and SEBI Circular through VC/OAVM, physical attendance of Members was dispensed with. Accordingly, the facility for appointment of Proxies by the Members was not available for the EGM.

In absence of the Chairman of the Company who was unable to attend the EGM due to exigency, the directors present at the meeting elected Mr. Prabhakar Dalal, Non-Executive Independent Director of the Company as Chairman of the Meeting. The Company Secretary then requested Mr. Prabhakar Dalal, Non-Executive Independent Director of the Company to commence the proceedings of the Meeting. Mr. Dalal took the Chair. The Chairman called the meeting to order. He welcomed the shareholders who attended the Meeting through video conferencing and expressed his sincere gratitude to all the shareholders for their continued support and trust. The Chairman then introduced the directors of the Company who participated in the meeting through video conference from their respective locations along with Company Secretary and Chief Financial Officer of the Company who also participated in the meeting from their respective locations. The Chairman also informed the members that the Authorised Representatives of the Statutory Auditors and Secretarial Auditor of the Company also attended this Meeting through Video Conference.

The Company Secretary then informed that the Company had provided electronic voting facility on the resolutions as set out in the EGM notice. The remote e-voting commenced on 10 April 2022 (9:00 A.M IST) and was closed on 13 April 2022 (5:00 P.M. IST) and that the facility of e-voting was also available during the course of the Meeting. 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 EGM. The Company Secretary then stated that 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. Mr. Bhatia had joined the EGM from his respective location.

The Chairman then stated that the Meeting had been convened to seek the approval of the Members on the following Special business items as set out in the Notice of the EGM:

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Special Business

1. Appointment of Mr. Sajid Fazalbhoy (DIN:00022760) as Non-Executive and Non-Independent Director of the Company.
2. Appointment of Mr. Atul Kumar Gupta (DIN: 01052730) as Non-Executive and Non-Independent Director of the Company.
3. Appointment of Mr. Sanjay Kumar (DIN: 09466542) as an Independent Director of the Company.
4. Appointment of Mr. G Jaganmohan Rao (DIN: 06743140) as an Independent Director of the Company.
5. Appointment of Mr. Abhay Bhutada (DIN: 03330542) as Managing Director of the Company.

The Chairman stated that with the objective to board base the Board composition and further adding to the diversity of its board, the Board of Directors recommended appointment of these accomplished professionals from diverse field for the approval of the Members. Further detailed profile and other information were provided in the Explanatory Statement to the EGM Notice.

The Members who had registered themselves as speaker shareholders were invited to ask questions or express their views through the VC platform on the special business to be transacted at the EGM.

The Chairman then requested Mr. Manish Chaudhari, Moderator, to invite the Speaker Members to speak/express their views on the proposed resolutions. Some of the Members attending the meeting through video conferencing means, commented / enquired on various matters, which were duly replied by the Managing Director of the Company.

Thereafter the Chairman deeply appreciated the continued support of the shareholders and declared the proceedings closed.

Thanking You,

Yours faithfully,

For Poonawalla Fincorp Limited
(Formerly, Magma Fincorp Limited)



Shabnum Zaman
Company Secretary
ACS: 13918

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The brief analysis of the results of the voting through remote e-voting are as under:

Particulars	
Date of the EGM	Thursday 14 th April, 2022
Total number of shareholders on record date*	169902
No. of Shareholders attended the meeting through VC/OAVM	48

*Record Date implies cut-off date i.e. Thursday day, 7th April, 2022.

Item No.1

Details of Agenda		Appointment of Mr. Sajid Fazalbhoj (DIN : 00022760) as Non-Executive and Non-Independent Director of the Company.						
Resolution Required		Special Resolution						
Whether Promoter / Promoter group are interested in the agenda or resolution?		No						
Category	Mode of Voting	Number of shares held	Number of votes polled	% of Votes Polled on outstanding shares	Number of Votes		% of Votes in favour on votes polled	% of Votes against on votes polled
					Favour	Against		
		(1)	(2)	(3) = (2)/(1)* 100	(4)	(5)	(6) = (4)/(2)* 100	(7) = (5)/(2)* 100
Promoter & Promoter Group	Remote e-Voting	470405352	470405352	100.000	470405352	0	100.000	0.000
	VC/OAVM		0	0.000	0	0		
	Sub Total	470405352	470405352	100.000	470405352	0	100.000	0.000
Public – Institutions	Remote e-Voting	99941935	84025972	84.075	83867624	158348	99.812	0.188
	VC/OAVM		0	0.000	0	0		
	Sub Total	99941935	84025972	84.075	83867624	158348	99.812	0.188
Public – Non-Institutions	Remote e-Voting	194576252	52186924	26.821	52182204	4720	99.991	0.009
	VC/OAVM		5575	0.003	5575	0		
	Sub Total	194576252	52192499	26.824	52187779	4720	99.991	0.009
Grand Total		764923539	606623823	79.305	606460755	163068	99.973	0.027

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Item No.2

Details of Agenda				Appointment of Mr. Atul Kumar Gupta (DIN : 01052730) as Non-Executive and Non-Independent Director of the Company.				
Resolution Required				Special Resolution				
Whether Promoter / Promoter group are interested in the agenda or resolution?				No				
Category	Mode of Voting	Number of shares held	Number of votes polled	% of Votes Polled on outstanding shares	Number of Votes		% of Votes in favour on votes polled	% of Votes against on votes polled
					Favour	Against		
		(1)	(2)	(3) = (2)/(1)* 100	(4)	(5)	(6) = (4)/(2)* 100	(7) = (5)/(2)* 100
Promoter & Promoter Group	Remote e-Voting	470405352	470405352	100.000	470405352	0	100.000	0.000
	VC/OAVM		0	0.000	0	0		
	Sub Total	470405352	470405352	100.000	470405352	0	100.000	0.000
Public – Institutions	Remote e-Voting	99941935	84025972	84.075	84025972	0	100.000	0.000
	VC/OAVM		0	0.000	0	0		
	Sub Total	99941935	84025972	84.075	84025972	0		
Public – Non-Institutions	Remote e-Voting	194576252	52186890	26.821	52185128	1762	99.997	0.003
	VC/OAVM		5575	0.003	5575	0	100.000	0.000
	Sub Total	194576252	52192465	26.824	52190703	1762	99.997	0.003
Grand Total		764923539	606623789	79.305	606622027	1762	100.000	0.000

Item No.3

Details of Agenda		Appointment of Mr. Sanjay Kumar (DIN : 09466542) as an Independent Director of the Company.	
Resolution Required		Special Resolution	
Whether Promoter / Promoter group are interested in the agenda or resolution?		No	

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Category	Mode of Voting	Number of shares held	Number of votes polled	% of Votes Polled on outstanding shares	Number of Votes		% of Votes in favour on votes polled	% of Votes against on votes polled
					Favour	Against		
		(1)	(2)	(3) = (2)/(1)* 100	(4)	(5)	(6) = (4)/(2)* 100	(7) = (5)/(2)* 100
Promoter & Promoter Group	Remote e-Voting	470405352	470405352	100.000	470405352	0	100.000	0.000
	VC/OAVM		0	0.000	0	0		
	Sub Total	470405352	470405352	100.000	470405352	0	100.000	0.000
Public – Institutions	Remote e-Voting	99941935	84025972	84.075	84025972	0	100.000	0.000
	VC/OAVM		0	0.000	0	0		
	Sub Total	99941935	84025972	84.075	84025972	0	100.000	0.000
Public – Non-Institutions	Remote e-Voting	194576252	52186924	26.821	52184437	2487	99.995	0.005
	VC/OAVM		5575	0.003	5575	0		
	Sub Total	194576252	52192499	26.824	52190012	2487	99.995	0.005
Grand Total		764923539	606623823	79.305	606621336	2487	100.000	0.000

Item No.4

Details of Agenda				Appointment of Mr. G Jaganmohan Rao (DIN : 06743140) as an Independent Director of the Company.				
Resolution Required				Special Resolution				
Whether Promoter / Promoter group are interested in the agenda or resolution?				No				
Category	Mode of Voting	Number of shares held	Number of votes polled	% of Votes Polled on outstanding shares	Number of Votes		% of Votes in favour on votes polled	% of Votes against on votes polled
					Favour	Against		
		(1)	(2)	(3) = (2)/(1)* 100	(4)	(5)	(6) = (4)/(2)* 100	(7) = (5)/(2)* 100
	Remote e-Voting	470405352	470405352	100.000	470405352	0	100.000	0.000

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Promoter & Promoter Group	VC/OAVM		0	0.000	0	0		
	Sub Total	470405352	470405352	100.000	470405352	0	100.000	0.000
Public – Institutions	Remote e-Voting	99941935	84025972	84.075	84025972	0	100.000	-
	VC/OAVM		0	0.000	0	0		
	Sub Total	99941935	84025972	84.075	84025972	0	100.000	0.000
Public – Non-Institutions	Remote e-Voting	194576252	52186924	26.821	52184222	2702	99.995	0.005
	VC/OAVM		5575	0.003	5575	0	100.000	0.000
	Sub Total	194576252	52192499	26.824	52189797	2702	99.995	0.005
Grand Total		764923539	606623823	79.305	606621121	2702	100.000	0.000

Item No.5

Details of Agenda			Appointment of Mr. Abhay Bhutada (DIN : 03330542) as Managing Director of the Company.					
Resolution Required			Special Resolution					
Whether Promoter / Promoter group are interested in the agenda or resolution?			No					
Category	Mode of Voting	Number of shares held	Number of votes polled	% of Votes Polled on outstanding shares	Number of Votes		% of Votes in favour on votes polled	% of Votes against on votes polled
					Favour	Against		
		(1)	(2)	(3) = (2)/(1)* 100	(4)	(5)	(6) = (4)/(2)* 100	(7) = (5)/(2)* 100
Promoter & Promoter Group	Remote e-Voting	470405352	470405352	100.000	470405352	0	100.000	0.000
	VC/OAVM		0	0.000	0	0		
	Sub Total	470405352	470405352	100.000	470405352	0	100.000	0.000
Public – Institutions	Remote e-Voting	99941935	84025972	84.075	53559977	304659 95	63.742	36.258
	VC/OAVM		0	0.000	0	0		
	Sub Total	99941935	84025972	84.075	53559977	304659 95	63.742	36.258
Public –	Remote e-Voting	194576252	52186924	26.821	52184562	2362	99.995	0.005

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Non-Institutions	VC/OAVM		5575	0.003	5575	0	100.000	0.000
	Sub Total	194576252	52192499	26.824	52190137	2362	99.995	0.005
Grand Total		764923539	606623823	79.305	576155466	304683 57	94.977	5.023

Kindly take the same on record.

Thanking You

Yours faithfully

For Poonawalla Fincorp Limited
(Formerly Magma Fincorp Limited)



Shabnum Zaman
Company Secretary
ACS: 13918

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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

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
(Formerly known as MAGMA FINCORP LIMITED)
CIN – L51504PN1978PLC209007
601, 6th Floor, Zero One IT Park
Survey No.79/1, Ghorpadi, Mundhwa Road
Pune, 411036, Maharashtra.

Dear Sir,

Sub. : Extra-ordinary General Meeting of the Members of Poonawalla Fincorp Limited (Formerly known as Magma Fincorp Limited) held on Thursday, April14, 2022 at 2:00 p. m. IST.

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 (Formerly known as Magma 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 (formerly Magma Fincorp Limited) held on Thursday, the 14th April, 2022 at 2:00 p. 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, No.17/2020, No.20/2020 and No.02/2021, respectively, 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 Circular Nos.SEBI/HO/CFD/CMDI/CIR/P/2020/ 79 and SEBI/HO/CFD/CMD2/CIR/P/P2021/11 dated 12th May, 2020 and 15th January, 2021 respectively (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 5 contained in the Notice dated 23rd March, 2022 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.

I submit my report as under :



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

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 23rd March, 2022 was sent through electronic means on 23rd March, 2022 to those Members whose emails were registered with the Company's RTA for Equity Shares M/s. Niche Technologies Private Limited / Depositories as on 18th March, 2022.
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 23rd March, 2022 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, 10th April, 2022 at 9:00 A. M. IST and remained open till 5:00 P. M. IST on Wednesday, 13th April, 2022.**
5. **The Members of the Company holding shares as on "Cut-off Date" i.e. Thursday, 7th April, 2022** 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 5 as set out in Notice dated 23rd March, 2022.
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, 24th March, 2022.
7. The Votes cast through e-voting at the EGM and through remote e-voting were unlocked after conclusion of the EGM at 4:30 P. M. on 14th April, 2022 in the presence of 2 (two) witnesses – 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 Niche Technologies Private Limited (Registrar and Share Transfer Agent) with respect to number of shares held on Thursday, 7th April 2022, and authentication, wherever required, lodged for the purpose.
9. Based on details containing 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 14th April, 2022 are given below :



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

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

Name of the Company	Poonawalla Fincorp Limited (Formerly known as Magma Fincorp Limited)
Meeting	Extra-ordinary General Meeting
Day, Date & Time	Thursday, 14 April 2022 at 2:00 P. M.
Deemed Venue	Registered Office situated at 601, 6th Floor, Zero One IT Park, Survey No.79/1, Ghorpadi, Mundhwa Road, Pune, 411036, Maharashtra.
Mode	Video Conferencing ("VC") / Other Audio Visual Means ("OAVM")
Total number of Shareholders on Record Date*	169902
Number of Shareholders attended the meeting through Video Conferencing	48

*Record Date implies cut-off date i.e., Thursday, 7 April 2022.

Resolution No.1–Special Resolution

Appointment of Mr. Sajid Fazalbhoj (DIN : 00022760) as Non-Executive and Non-Independent Director 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	360	606455180	7	5575	367	606460755	99.973
Dissent	30	163068	0	0	30	163068	0.027
Total	390	606618248	7	5575	397	606623823	100.000

Resolution No.2 –Special Resolution

Appointment of Mr. Atul Kumar Gupta (DIN : 01052730) as Non-Executive and Non-Independent Director 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	375	606616452	7	5575	382	606622027	100.000
Dissent	14	1762	0	0	14	1762	0.000
Total	389	606618214	7	5575	396	606623789	100.000

Resolution No.3 –Special Resolution

Appointment of Mr. Sanjay Kumar (DIN : 09466542) as an Independent Director 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	375	606615761	7	5575	382	606621336	100.000
Dissent	15	2487	0	0	15	2487	0.000
Total	390	606618248	7	5575	397	606623823	100.000



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

Resolution No.4 –Special Resolution

Appointment of Mr. G Jaganmohan Rao (DIN : 06743140) as an Independent Director 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	376	606615546	7	5575	383	606621121	100.000
Dissent	14	2702	0	0	14	2702	0.000
Total	390	606618248	7	5575	397	606623823	100.000

Resolution No.5 –Special Resolution

Appointment of Mr. Abhay Bhutada (DIN : 03330542) as Managing Director 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	327	576149891	7	5575	334	576155466	94.977
Dissent	63	30468357	0	0	63	30468357	5.023
Total	390	606618248	7	5575	397	606623823	100.000

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:

Item No.1

Details of Agenda			Appointment of Mr. Sajid Fazalbhoj (DIN:00022760) as Non-Executive and Non-Independent Director of the Company.					
Resolution Required			Special Resolution					
Whether Promoter / Promoter group are interested in the agenda or resolution?			No					
Category	Mode of Voting	Number of shares held	Number of votes polled	% of Votes Polled on outstanding shares	Number of Votes		% of Votes in favour on votes polled	% of Votes against on votes polled
					Favour	Against		
		(1)	(2)	(3) = (2)/(1)* 100	(4)	(5)	(6) = (4)/(2)* 100	(7) = (5)/(2)* 100
Promoter & Promoter Group	Remote e-Voting	470405352	470405352	100.000	470405352	0	100.000	0.000
	VC/OAVM		0	0.000	0	0		
	Sub Total	470405352	470405352	100.000	470405352	0	100.000	0.000
Public – Institutions	Remote e-Voting	99941935	84025972	84.075	83867624	158348	99.812	0.188
	VC/OAVM		0	0.000	0	0		



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	Sub Total	99941935	84025972	84.075	83867624	158348	99.812	0.188
Public – Non- Institutions	Remote e- Voting	194576252	52186924	26.821	52182204	4720	99.991	0.009
	VC/OAVM		5575	0.003	5575	0		
	Sub Total	194576252	52192499	26.824	52187779	4720	99.991	0.009
Grand Total		764923539	606623823	79.305	606460755	163068	99.973	0.027

Item No.2

Details of Agenda			Appointment of Mr. Atul Kumar Gupta (DIN:01052730) as Non-Executive and Non-Independent Director of the Company.					
Resolution Required			Special Resolution					
Whether Promoter / Promoter group are interested in the agenda or resolution?			No					
Category	Mode of Voting	Number of shares held	Number of votes polled	% of Votes Polled on outstanding shares	Number of Votes		% of Votes in favour on votes polled	% of Votes against on votes polled
					Favour	Against		
		(1)	(2)	(3) = (2)/(1)* 100	(4)	(5)	(6) = (4)/(2)* 100	(7) = (5)/(2)* 100
Promoter & Promoter Group	Remote e- Voting	470405352	470405352	100.000	470405352	0	100.000	0.000
	VC/OAVM		0	0.000	0	0		
	Sub Total	470405352	470405352	100.000	470405352	0	100.000	0.000
Public – Institutions	Remote e- Voting	99941935	84025972	84.075	84025972	0	100.000	0.000
	VC/OAVM		0	0.000	0	0		
	Sub Total	99941935	84025972	84.075	84025972	0		
Public – Non- Institutions	Remote e- Voting	194576252	52186890	26.821	52185128	1762	99.997	0.003
	VC/OAVM		5575	0.003	5575	0	100.000	0.000
	Sub Total	194576252	52192465	26.824	52190703	1762	99.997	0.003
Grand Total		764923539	606623789	79.305	606622027	1762	100.000	0.000

Item No.3

Details of Agenda			Appointment of Mr. Sanjay Kumar (DIN: 09466542) as an Independent Director of the Company.					
Resolution Required			Special Resolution					
Whether Promoter / Promoter group are interested in the agenda or resolution?			No					



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Category	Mode of Voting	Number of shares held	Number of votes polled	% of Votes Polled on outstanding shares	Number of Votes		% of Votes in favour on votes polled	% of Votes against on votes polled
					Favour	Against		
		(1)	(2)	(3) = (2)/(1)* 100	(4)	(5)	(6) = (4)/(2)* 100	(7) = (5)/(2)* 100
Promoter & Promoter Group	Remote e-Voting	470405352	470405352	100.000	470405352	0	100.000	0.000
	VC/OAVM		0	0.000	0	0		
	Sub Total	470405352	470405352	100.000	470405352	0	100.000	0.000
Public – Institutions	Remote e-Voting	99941935	84025972	84.075	84025972	0	100.000	0.000
	VC/OAVM		0	0.000	0	0		
	Sub Total	99941935	84025972	84.075	84025972	0	100.000	0.000
Public – Non-Institutions	Remote e-Voting	194576252	52186924	26.821	52184437	2487	100.000	0.005
	VC/OAVM		5575	0.003	5575	0		
	Sub Total	194576252	52192499	26.824	52190012	2487	99.995	0.005
Grand Total		764923539	606623823	79.305	606621336	2487	100.000	0.000

Item No.4

Details of Agenda			Appointment of Mr. G Jaganmohan Rao (DIN: 06743140) as an Independent Director of the Company.					
Resolution Required			Special Resolution					
Whether Promoter / Promoter group are interested in the agenda or resolution?			No					
Category	Mode of Voting	Number of shares held	Number of votes polled	% of Votes Polled on outstanding shares	Number of Votes		% of Votes in favour on votes polled	% of Votes against on votes polled
					Favour	Against		
		(1)	(2)	(3) = (2)/(1)* 100	(4)	(5)	(6) = (4)/(2)* 100	(7) = (5)/(2)* 100
Promoter & Promoter Group	Remote e-Voting	470405352	470405352	100.000	470405352	0	100.000	0.000
	VC/OAVM		0	0.000	0	0		
	Sub Total	470405352	470405352	100.000	470405352	0	100.000	0.000
Public – Institutions	Remote e-Voting	99941935	84025972	84.075	84025972	0	100.000	
	VC/OAVM		0	0.000	0	0		



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	Sub Total	99941935	84025972	84.075	84025972	0	100.000	0.000
Public – Non- Institutions	Remote e- Voting	194576252	52186924	26.821	52184222	2702	99.995	0.005
	VC/OAVM		5575	0.003	5575	0	100.000	0.000
	Sub Total	194576252	52192499	26.824	52189797	2702	99.995	0.005
Grand Total		764923539	606623823	79.305	606621121	2702	100.000	0.000

Item No.5

Details of Agenda			Appointment of Mr. Abhay Bhutada (DIN: 03330542) as Managing Director of the Company.					
Resolution Required			Special Resolution					
Whether Promoter / Promoter group are interested in the agenda or resolution?			No					
Category	Mode of Voting	Number of shares held	Number of votes polled	% of Votes Polled on outstanding shares	Number of Votes		% of Votes in favour on votes polled	% of Votes against on votes polled
					Favour	Against		
		(1)	(2)	(3) = (2)/(1)* 100	(4)	(5)	(6) = (4)/(2)* 100	(7) = (5)/(2)* 100
Promoter & Promoter Group	Remote e- Voting	470405352	470405352	100.000	470405352	0	100.000	0.000
	VC/OAVM		0	0.000	0	0		
	Sub Total	470405352	470405352	100.000	470405352	0	100.000	0.000
Public – Institutions	Remote e- Voting	99941935	84025972	84.075	53559977	304659 95	63.742	36.258
	VC/OAVM		0	0.000	0	0		
	Sub Total	99941935	84025972	84.075	53559977	304659 95	63.742	36.258
Public – Non- Institutions	Remote e- Voting	194576252	52186924	26.821	52184562	2362	99.995	0.005
	VC/OAVM		5575	0.003	5575	0		
	Sub Total	194576252	52192499	26.824	52190137	2362	99.995	0.005
Grand Total		764923539	606623823	79.305	576155466	304683 57	94.977	5.023



GIRISH BHATIA, PRACTISING COMPANY SECRETARY

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

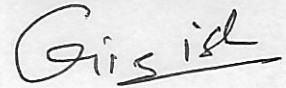
Mobile No : 9903868281
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PAN : ACWPB0146N

Based on the aforesaid results, the Resolution No(s).1 to 5 as contained in the Notice dated 23rd March 2022 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 – F003295D000119477

Place : Kolkata
Date:14/04/2022



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 EGM dated March 23,,2022, of Poonawalla Fincorp Limited (Formerly Magma 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 April 14, 2022 , at around 4.30 P.M. (IST) at 19-B, Alipore Road, Shubham Apartment, Flat No.5B, Kolkata –700 027. We are not in employment of the Company.

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

Sumit Agarwal

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

Vishakha Agarwal

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
(Formerly, Magma Fincorp Limited)

Abhay Bhutada
Managing Director
(DIN: 03330542)