



# KERNEX MICROSYSTEMS (INDIA) LTD.

(An ISO 9001 : 2008 Certified Company)

CIN : L30007TG1991PLC013211

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**Registered Office :**

'TECHNOPOLIS', Plot No. 38(Part) to 41,  
Hardware Technology Park,  
TSIIC Layout, Imarath Kanch, Raviryal (V),  
Maheswaram (M), R.R. (Dist.),  
Hyderabad - 500 005. Telangana. India.

KMIL:SE:19-20:027

Dated: 30<sup>th</sup> April'19.

To The Listing / Compliance Department Bombay Stock Exchange Limited Phiroze Jeejeebhoy Towers Dalal Street Mumbai – 400 001 <b>BSE Scrip Code: 532686</b>	To The Listing / Compliance Department National Stock Exchange of India Ltd Plot No.C/1, G Block, Exchange Plaza Bandra – Kurla Complex, Bandra (E) Mumbai – 400 051 <b>NSE Symbol: KERNEX</b>
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Sub: Postal Ballot Notice and Ballot Form – News Paper Publication.

Further to our intimation dated 27.04.2019, with regard to the submission of postal ballot notice and form, please find enclosed herewith copies of the newspaper advertisements published on Nava Telangana and Financial Express regarding completion of Dispatch of Postal Ballot Notice and Ballot Forms.

Kindly take the above information on record and acknowledge.

Thanking you,

Yours faithfully,  
For Kernex Microsystems (India) Limited

Prasada Rao Kalluri  
Company Secretary



# HPCL-MRPL merger hits cash hurdle; ONGC rules out share-swap



HPCL has 23.8 mt annual refining capacity. Together with 15 mt capacity of MRPL, it will become India's second-largest state-owned oil refiner after Indian Oil

PRESS TRUST OF INDIA  
New Delhi, April 28

HINDUSTAN PETROLEUM'S PLANS to acquire Mangalore Refinery and Petrochemicals (MRPL) has hit a cash hurdle, with parent ONGC preferring a cash deal rather than a share-swap, sources aware of the development said.

Oil and Natural Gas Corp (ONGC), India's biggest oil and gas producer, last year completed acquisition of Hindustan Petroleum (HPCL) for ₹36,915 crore.

After this takeover, ONGC has two refining subsidiaries - HPCL and MRPL. Since then, HPCL is keen to get MRPL in its fold citing operational synergies. It has been talking of a combination of cash and share-swap for the deal that will make it India's third-largest oil refiner. But now, ONGC wants only cash as HPCL shares are on the slide.

ONGC acquired the government's 51.11% stake in HPCL in January 2018 at ₹473.97 per share. The same share of HPCL on Friday closed at ₹282.60, a massive 40% loss in value in 15 months.

Sources said HPCL has not yet come up with a concrete proposal for acquiring MRPL and has been talking about the deal mostly through the Oil Ministry and the media.

ONGC, they said, wants HPCL to make a compelling offer to it for the merger talks to begin. ONGC holds 71.63% stake in MRPL.

HPCL can acquire MRPL by buying out ONGC's shares, which at Friday's trading price is worth about ₹9,300 crore. The other option is share-swap, wherein ONGC will get more shares in HPCL in lieu of it giving up control in MRPL. A third option and more preferable is a combination of the

HPCL is keen to get MRPL in its fold citing operational synergies. It has been talking of a combination of cash and share-swap for the deal. But now, ONGC wants only cash as HPCL shares are on the slide

two. Sources said ONGC feels that it does not want to end up with more shares of HPCL whose value has been on the decline on the stock market. HPCL currently holds 16.96% stake in MRPL.

HPCL chairman and MD Mukesh Kumar Surana has been since January 2018 talking of the synergy MRPL acquisition will bring to the company. For one, HPCL sells more petroleum products than it produces and bringing MRPL's 15 million tonne a year refinery under the fold would help bridge the shortfall. Also, there can be synergies in crude oil procurement as well as in optimising refinery set-up, he has been saying.

Sources, however, said HPCL has not made any firm proposal for the acquisition to ONGC. MRPL is not a new company for HPCL. It was an HPCL company before ONGC acquired joint venture partner AV Birla Group's stake in 2003.

HPCL has 23.8 million tonne of annual oil refining capacity. Together with 15 million tonne refinery of MRPL, it will become India's second-biggest state-owned oil refiner after Indian Oil (IOC).

Overall, it will become the third-biggest refiner behind IOC and Reliance Industries. MRPL will be the third refinery of HPCL, which already has units at Mumbai and Visakhapatnam.

# Taking steps to reduce costs, enhance margins: Maruti

PRESS TRUST OF INDIA  
New Delhi, April 28

THE COUNTRY'S LARGEST carmaker Maruti Suzuki India (MSI) plans to take a variety of steps including enhanced localisation, increase in productivity and reducing overall costs in order to improve margins in the

current fiscal, a senior company official has said.

The auto major reported Ebitda margin of 14% for 2018-19, down by 1.9% from 15.9% in 2017-18. "We are working very hard on cost cutting, there is a lot of effort on cost side... as a company we are all committed to work towards it and ensure

that it (margins) improve from here," CFO Ajay Seth said.

The company will carry on with its internal efforts without worrying about the external factors like foreign exchange rates, he added. "External factors will be there but whatever is in our control we will try and work harder in terms of cost reduc-

tion and enhancing productivity," Seth said.

He said increasing localisation is an important part of the initiative. "Localisation is a big drive now. Wherever we have been hit on account of foreign exchange, we are now looking at large targets for localisation," he said. Overheads are under severe

scrutiny and the company is looking at vendors in terms of more productivity gains, Seth added. "So, a variety of things are being done. For us, it is very crucial that we improve from here," he said. Ebitda margin is an assessment of a firm's operating profitability as a percentage of its total revenue.

MSI reported a 4.6% decline in net profit to ₹1,795.6 crore for the fourth quarter of 2018-19. For the entire FY19, MSI posted a net profit of ₹7,500.6 crore, down 2.9% from the previous financial year. The carmaker has decided to phase out all diesel cars from its portfolio with effect from April 1, 2020.

This is an advertisement issued, pursuant to Regulation 8(1) of the SEBI (Issue and Listing of Debt Securities) Regulations, 2008, as amended, for information purpose only.



# MAGMA FINCORP LIMITED

Investing in the smallest dream

Our Company was incorporated in Kolkata, West Bengal as ARM Group Enterprises Private Limited on December 18, 1978 as a private limited company under the Companies Act, 1956, as amended and was granted a certificate of incorporation by the Registrar of Companies, West Bengal at Kolkata. Pursuant to the conversion of our Company into a public limited company, the name of our Company was changed to ARM Group Enterprises Limited and a fresh certificate of incorporation consequent on change of name was issued by the RoC on October 30, 1980. Subsequently, the name of our Company was changed to Magma Leasing Limited and a fresh certificate of incorporation consequent on change of name was issued by the RoC on August 24, 1993. Subsequently, the name of our Company was changed to Magma Shracchi Finance Limited and a fresh certificate of incorporation consequent on change of name was issued by the RoC on June 19, 2007. Subsequently, the name of our Company was changed to Magma Fincorp Limited and a fresh certificate of incorporation consequent on change of name was issued by the RoC on July 31, 2008. Our Company holds a certificate of registration dated September 23, 2008 bearing registration number B-05.02795 issued by the RBI to carry on the activities of a non-deposit taking NBFC with the RBI under section 45 IA of the RBI Act, 1934. The Corporate Identity Number of our Company is L51504WB1978PLC031813. For more information about our Company, see "History and Certain Corporate Matters" on page 104 of the Shelf Prospectus.

**Registered Office:** Development House, 24 Park Street, Kolkata 700 016, West Bengal, India; **Tel No.:** +91 33 4401 7350/91 7596067686; **Fax No.:** +91 33 4401 7428 **Corporate Office:** Equinox Business Park, 2nd Floor, Tower 3, Off BKC, Ambedkar Nagar, LBS Marg, Kurla West, Mumbai 400 070, Maharashtra, India; **Tel No.:** +91 22 6229 1100; **Website:** www.magma.co.in; **E-mail:** mfnfncpublicissue@magma.co.in; **Company Secretary and Compliance Officer:** Shabnum Zaman; **Tel No.:** +91 33 4401 7350/7431

**PUBLIC ISSUE BY MAGMA FINCORP LIMITED, ("COMPANY" OR "ISSUER") OF SECURED REDEEMABLE NON-CONVERTIBLE DEBENTURES OF FACE VALUE OF ₹ 1,000 EACH, ("NCDs"), FOR AN AMOUNT OF ₹ 20,000 LAKHS ("BASE ISSUE SIZE") WITH AN OPTION TO RETAIN OVERSUBSCRIPTION UP TO ₹ 30,000 LAKHS AGGREGATING UPTO ₹ 50,000 LAKHS ("TRANCHE I ISSUE SIZE") ("TRANCHE I ISSUE") AND IS BEING OFFERED BY WAY OF THE TRANCHE I PROSPECTUS DATED MARCH 29, 2019 WHICH IS WITHIN THE SHELF LIMIT OF ₹ 1,00,000 LAKH, CONTAINING, INTER ALIA, THE TERMS AND CONDITIONS OF THIS TRANCHE I ISSUE ("TRANCHE I PROSPECTUS"), WHICH SHOULD BE READ TOGETHER WITH THE SHELF PROSPECTUS DATED MARCH 29, 2019 ("SHELF PROSPECTUS"). THE SHELF PROSPECTUS TOGETHER WITH THE TRANCHE I PROSPECTUS SHALL CONSTITUTE THE "PROSPECTUS". THIS TRANCHE I ISSUE IS BEING MADE PURSUANT TO THE PROVISIONS OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE AND LISTING OF DEBT SECURITIES) REGULATIONS, 2008, AS AMENDED (THE "DEBT REGULATIONS"), THE COMPANIES ACT, 2013 AND THE RULES MADE THEREUNDER AS AMENDED AND TO THE EXTENT NOTIFIED.**

**CREDIT RATINGS 'ACUTE AA/stable' by Acuite & 'BWR AA (Outlook: Stable)' by Brickworks**

**TRANCHE I ISSUE CLOSURE ON TUESDAY APRIL 30, 2019\***

**Last date for submitting application is Tuesday April 30, 2019**

\*Pursuant to the Tranche I Prospectus dated March 29, 2019, the Tranche I Issue opened on April 08, 2019 and was scheduled to close at 5 pm on May 08, 2019, with an option for early closure or extension by such period as may be decided by the Board of Directors of our Company or a Management Committee thereof. Our Company has exercised the option of early closure and the Management Committee of our Company has wide resolution dated April 28, 2019 decided to close the issue on April 30, 2019. In terms of the Tranche I Prospectus dated March 29, 2019, our Company is giving this public notice for such early closure. The subscription list for the Tranche I Issue shall remain open for subscription upto 5 pm on such time the Stock Exchanges may permit on April 30, 2019.

Applications Forms for the issue will be accepted only from 10:00 a.m. to 5:00 p.m. or such extended time as may be permitted by BSE and NSE, on Working Days, during the Issue Period. On the Issue Closing Date, the Application Forms will be accepted only between 10 a.m. and 3 p.m. (Indian Standard Time) and uploaded until 5 p.m. or such extended time as may be permitted by BSE and NSE

**OUR PROMOTERS ARE CELICA DEVELOPERS PRIVATE LIMITED, MICROFIRM CAPITAL PRIVATE LIMITED, ASHITA PODDAR, KALPANA PODDAR, MANSI PODDAR AND SHAILI PODDAR. FOR DETAILS OF OUR PROMOTERS, PLEASE SEE "OUR PROMOTERS" ON PAGE 120 OF THE SHELF PROSPECTUS.**

**CONTENTS OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY AS REGARDS ITS OBJECTS:** For information on the main objects of our Company, see "History and Certain Corporate Matters" on page 104 of the Shelf Prospectus and Clause III of the Memorandum of Association of our Company. The Memorandum of Association of our Company is a document for inspection in relation to the Issue. For further details, see the section titled "Material Contracts and Documents for Inspection" on page 75 of the Tranche I Prospectus.

**LIABILITY OF MEMBERS:** Limited

**AMOUNT OF SHARE CAPITAL AND CAPITAL STRUCTURE OF THE COMPANY :** The authorised share capital of the Company as on the date of the Shelf Prospectus was ₹836,00,00,000 divided into 126,50,00,000 equity shares of ₹2 each and 5,83,00,000 preference shares of ₹100 each. The issued, subscribed and paid up share capital of the Company as on the date of the Shelf Prospectus was ₹53,86,48,472 divided into 26,93,24,236 equity shares of ₹2 each. For information on the capital structure of our Company as on December 31, 2018, see "Capital Structure" on page 54 of the Shelf Prospectus.

**NAMES OF THE SIGNATORIES AT THE TIME OF SIGNING OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY AND THE NUMBER OF SHARES SUBSCRIBED FOR BY THEM:** The subscribers to the memorandum were Mayank Poddar and Rajat Poddar and they were each allotted 100 equity shares of ₹10 each.

**LISTING:** The NCDs offered through the Shelf Prospectus and the Tranche I Prospectus are proposed to be listed on the BSE Limited ("BSE") and the National Stock Exchange of India Limited ("NSE"). Our Company has obtained an 'in-principle' approval for the issue from the BSE vide their letter dated January 23, 2019 and from the NSE vide their letter dated January 23, 2019. For the purposes of the issue, BSE shall be the Designated Stock Exchange.

**DISCLAIMER FOR BSE:** It is to be distinctly understood that the permission given by BSE Limited should not in any way be deemed or construed that the Prospectus has been cleared or approved by BSE Limited nor does it certify the correctness or completeness of any of the contents of the Prospectus. The investors are advised to refer to the Prospectus for the full text of the Disclaimer Clause of the BSE Limited.

**DISCLAIMER FOR NSE:** It is to be distinctly understood that the permission given by NSE should not in any way be deemed or construed that the Offer Document has been cleared or approved by NSE nor does it certify the correctness or completeness of any of the contents of the Offer Document. The investors are advised to refer to the Offer Document for the full text of the Disclaimer Clause of National Stock Exchange of India Limited.

**DISCLAIMER CLAUSE OF USE OF BSE ELECTRONIC PLATFORM:** It is to be distinctly understood that the permission given by BSE to use their network and software of the Online system should not in any way be deemed or construed that the compliance with various statutory requirements approved by the Exchange, nor does it in any manner warrant, certify or endorse the correctness or completeness of any of the compliance with the statutory and other requirements nor does it take any responsibility for the financial or other soundness of this Company, its promoters, its management or any scheme or project of this Company. It is also to be distinctly understood that the approval given by BSE is only to use the software for participating in system of making application process.

**DISCLAIMER CLAUSE OF USE OF NSE ELECTRONIC PLATFORM:** It is to be distinctly understood that the permission given by NSE to use their network and Online Platform for facilitating applications for public issue of NCDs shall not in any way be deemed or construed as compliance with statutory and other requirements by the Company, LMs are cleared or approved by NSE; nor does it in any manner warrant, certify or endorse the correctness or completeness of any of the compliance with the statutory and other requirements nor does it take any responsibility for the financial or other soundness of this Issuer, its promoters, its management or any scheme or project of this Issuer. It is also to be distinctly understood that the approval given by NSE is only to use the software for participating in system of making application process.

**DISCLAIMER CLAUSE OF RBI:** The Company is having a valid certificate of registration dated September 23, 2008 issued by the Reserve Bank of India under section 45 IA of the Reserve Bank of India Act, 1934. However, the RBI does not accept any responsibility or guarantee about the present position as to the financial soundness of the Company or for the correctness of any of the statements or representations made or opinions expressed by the Company and for repayment of deposits/ discharge of liability by the Company.

**CREDIT RATING:** The NCDs proposed to be issued under this Issue have been rated 'BWR AA (pronounced as BWR Double A) (Outlook: Stable)' by Brickworks Ratings India Private Limited ("Brickworks") for an amount of up to ₹ 1,00,000 lakhs vide its letter dated December 21, 2018 (revaluated on March 28, 2019) and 'ACUTE AA/Stable' by Acuite Ratings & Research Limited (erstwhile SMERA Ratings Limited) ("Acuite") for an amount of up to ₹ 1,00,000 lakhs vide its letter dated December 28, 2018 (revaluated on March 28, 2019). The rating of the NCDs by Brickworks and Acuite indicate that instruments with this rating are considered to have high degree of safety regarding timely servicing of financial obligations and carry very low credit risk. The ratings provided by Brickworks and/or Acuite may be suspended, withdrawn or revised at any time by the assigning rating agency and should be evaluated independently of any other rating. These ratings by Brickworks and Acuite are not a recommendation to buy, sell or hold securities and investors should take their own decisions. Please refer to Annexures A and B of the Shelf Prospectus for the rationale for the above ratings.

**DISCLAIMER BY ACUITE:** An Acuite rating does not constitute an audit of the rated entity and should not be treated as a recommendation or opinion that is intended to substitute for a financial adviser's or investor's independent assessment of whether to buy, sell or hold any security. Acuite ratings are based on the data and information provided by the issuer and obtained from other reliable sources. Although reasonable care has been taken to ensure that the data and information is true, Acuite, in particular, makes no representation or warranty, expressed or implied with respect to the adequacy, accuracy or completeness of the information relied upon. Acuite is not responsible for any errors or omissions and especially states that it has no financial liability whatsoever for any direct, indirect or consequential loss of any kind arising from the use of its ratings. Acuite ratings are subject to a process of surveillance which may lead to a revision in ratings as and when the circumstances so warrant. Please visit our website (www.acuite.in) for the latest information on any instrument rated by Acuite.

**DISCLAIMER BY BRICKWORKS:** Brickwork Ratings (BWR) has assigned the rating based on the information obtained from the issuer and other reliable sources, which are deemed to be accurate. BWR has taken considerable steps to avoid any data distortion; however, it does not examine the precision or completeness of the information obtained. And hence, the information in this report is presented "as is" without any express or implied warranty of any kind. BWR does not make any representation in respect to the truth or accuracy of any such information. The rating assigned by BWR should be treated as an opinion rather than a recommendation to buy, sell or hold the rated instrument and BWR shall not be liable for any losses incurred by users from any use of this report or its contents. BWR has the right to change, suspend or withdraw the ratings at any time for any reasons.

**GENERAL RISKS:** For taking an investment decision, investors must rely on their own examination of the Issuer and the Issue, including the risks involved. Specific attention of the Investors is invited to the chapter titled "Risk Factors" beginning on page 17 of the Shelf Prospectus and "Material Developments" on page 328 of the Shelf Prospectus and "Other Material Developments" on page 23 of the Tranche I Prospectus before making an investment in this Tranche I Issue. This Tranche I Prospectus has not been and will not be approved by the Securities and Exchange Board of India ("SEBI") or the Reserve Bank of India ("RBI") and the NCDs have not been recommended or approved by SEBI, RBI or the Registrar of Companies, West Bengal at Kolkata or any stock exchange in India.

**AVAILABILITY OF APPLICATION FORM:** Application Forms can be obtained from: **Magma Fincorp Limited** : Tel: +91 33 4401 7350/91 7596067686; Fax: +91 33 4401 7428; **Edelweiss Financial Services Limited** : Tel: +91 22 4086 3535; Fax: +91 22 4086 3610; **A. K. Capital Services Limited** : Tel: +91 22 6754 6500; Fax: +91 22 6610 0594 and offices of Consortium Members : **Edelweiss Securities Limited** : Tel: +91 22 6747 1342/1343; Fax: N.A.; **A. K. Stockmart Private Limited** : Tel: +91 22 6754 6500; Fax: +91 22 6610 4666, Trading Members and Designated Branches of the SCSBs. Electronic Application Forms will be available on the websites of the SCSBs that permit submission of ASBA Application electronically. Application Forms may be downloaded from the websites of Company, Lead Managers, Consortium Members and Stock Exchange.

**AVAILABILITY OF PROSPECTUS:** Investors are advised to refer to the Prospectus and the "Risk Factors" on page 17 of the Shelf Prospectus and "Material Developments" on page 328 of the Shelf Prospectus and "Other Material Developments" on page 23 of the Tranche I Prospectus contained therein, before applying in the Issue. Physical copies of the Prospectus can be obtained from the Company's Registered Office, Head Office and Corporate Office, offices of Lead Managers. Full copy of the Prospectus is available on the website of the Issuer at www.magma.co.in, of the Lead Managers at www.edelweissfn.com, www.akgroup.co.in, of BSE at www.bseindia.com and NSE at www.nseindia.com of SEBI at www.sebi.gov.in.

**PUBLIC ISSUE ACCOUNT BANK AND REFUND BANK:** ICICI Bank Limited

LEAD MANAGERS TO THE ISSUE	DEBENTURE TRUSTEE	REGISTRAR TO THE ISSUE	COMPANY SECRETARY AND COMPLIANCE OFFICER	
 <p><b>EDELWEISS FINANCIAL SERVICES LIMITED</b> Edelweiss House, Off CST Road, Kalina, Mumbai 400 098, Maharashtra, India Tel: +91 22 4086 3535; Fax: +91 22 4086 3610 Email: magma.ncd@edelweissfn.com Investor Grievance Email: customerservice.mb@edelweissfn.com Website: www.edelweissfn.com Contact Person: Lokesh Singh/Mandeep Singh Compliance Off icer: B. Renganathan SEBI Regn. No.: INM00001065</p>	 <p><b>A. K. CAPITAL SERVICES LIMITED</b> 30-39, Free Press House 3rd Floor, Free Press Journal Marg 215, Nariman Point, Mumbai 400 021, Maharashtra, India Tel: +91 22 6754 6500; Fax: +91 22 6610 0594 Email: magma2019@akgroup.co.in Investor Grievance Email: investor.grievance@akgroup.co.in Website: www.akgroup.co.in Contact Person: Shipa Pandey/ Malay Shah Compliance Officer: Tejas Davda SEBI Registration No.: INM000010411</p>	 <p><b>Catalyst Trusteeship Limited**</b> 'GDA House', Plot No. 85, Bhusari Colony (Right), Kothrud, Pune 411 038, Maharashtra, India Tel: +91 22 4922 0543 Fax: +91 22 4922 0505 Email: ComplianceCtL-Mumbai@cttrustee.com Investor Grievance Email: grievance@cttrustee.com Website: www.catalysttrustee.com Contact Person: Umesh Salvi SEBI Registration No.: IND0000000034</p>	 <p><b>Karvy Fintech Private Limited***</b> Karvy Selenium, Tower B, Plot No. 31-32, Financial District, Nankanguda, Serilingampally, Hyderabad Rangareddy TG 500 032, India Tel: +91 40 6716 2222 Fax: +91 40 2343 1551 E-mail: magmafincorp.ncd@karvy.com Website: www.karvyfintech.com Investor Grievance E-mail: einward.ris@karvy.com Contact person: M Murali Krishna SEBI Registration No.: INF000000221\$</p>	<p><b>Shabnum Zaman</b> Development House 24, Park Street, Kolkata 700 016 West Bengal, India Tel: +91 33 4401 7350/7431 Fax: +91 33 4401 7428 E-mail: secretary@magma.co.in</p> <p>Investors may contact the Registrar to the Issue or the Company Secretary and Compliance Officer in case of any pre-issue or post-issue related issues such as non-receipt of Allotment Advice, demat credit or refund orders.</p>

\*\* Catalyst Trusteeship Limited (formerly known as GDA Trusteeship Limited) has by its letter dated January 1, 2019 given its consent for its appointment as Debenture Trustee to the Issue and for its name to be included in this Tranche I Prospectus and in all the subsequent periodical communications sent to the holders of the NCDs issued pursuant to this Tranche I Issue.

\*\*\* formerly known as KCPL Advisory Services Private Limited.

\$ The registration is currently under the name of Karvy Computershare Private Limited. Karvy Fintech Private Limited has filed an application with the SEBI for registration under its new name, which is currently pending.

A copy of the Shelf Prospectus and this Tranche I Prospectus has been filed with the Registrar of Companies, West Bengal at Kolkata, in terms of Sections 26 and 31 of the Companies Act, 2013, along with the endorsed/certified copies of all requisite documents. For further details please see "Material Contracts and Documents for Inspection" beginning on page 75 of the Tranche I Prospectus.

**Applications Supported by Blocked Amount (ASBA):** Investors have to apply through the ASBA process. ASBA has to be availed by all the investors. For details on the ASBA process, please refer to the details given in Application Form and Abridged Prospectus and also please refer to the section "Issue Procedure" on page 51 of the Tranche I Prospectus.

**Note: Capitalized terms not defined herein shall have the same meaning as assigned to such terms in the Shelf Prospectus dated March 29, 2019 and Tranche I Prospectus dated March 29, 2019.**

**Disclaimer:** Magma Fincorp Limited ("Company"), subject to market conditions, receipt of requisite approvals, and other considerations, is proposing a public offer of secured, redeemable, non-convertible debentures ("NCDs", and such Issue the "Tranche I Issue") and has filed a Shelf Prospectus dated March 29, 2019 ("Shelf Prospectus") and Tranche I Prospectus dated March 29, 2019 ("Tranche I Prospectus") with the Registrar of Companies, West Bengal at Kolkata, the BSE Limited ("BSE") and NSE Limited ("NSE") and Securities and Exchange Board of India ("SEBI"). The Shelf Prospectus and Tranche I Prospectus are available on the website of the Company at www.magma.co.in, on the website of BSE at www.bseindia.com and NSE at www.nseindia.com, on the respective websites of the lead managers at www.edelweissfn.com and www.akgroup.co.in, and on the website of SEBI at www.sebi.gov.in. Investors proposing to participate in the Tranche I Issue should note that investment in the NCDs involves a high degree of risk and for details in relation to the same, refer to the Shelf Prospectus and Tranche I Prospectus, including the section titled "Risk Factors" beginning on page 17 of the Shelf Prospectus and the section titled "Material Developments" beginning on page 328 of the Shelf Prospectus and the section titled "Other Material Developments" on page 23 of the Tranche I Prospectus. This announcement does not constitute an offer to sell or solicitation of an offer or invitation to buy any securities in any jurisdiction.

**FOR MAGMA FINCORP LIMITED**  
Sd/-  
Shabnum Zaman  
Company Secretary and Compliance Officer

Place : Kolkata  
Date : April 26, 2019

**KERNEX MICROSYSTEMS (INDIA) LTD.**  
(AN ISO 9001 : 2000 CERTIFIED COMPANY CIN L30007TG1991PLC013211)  
Regd. Off. : Plot No.38 (part) to 41, Survey No.1/1, Kancha Imlarat, Raviryal Village, Maheswaram Mandal, Ranga Reddy Dist, Hyderabad, Telangana - 501 510. Ph: +91 9848155788, 9948488877.  
E-mail: acs@kernex.in Website: http://www.kernex.in

**POSTAL BALLOT AND E-VOTING NOTICE**

Members are hereby informed that pursuant to the provisions of Section 110 and Section 108 and other applicable provisions, if any, of the Companies Act, 2013, (the "Companies Act") read with Rule 20 and Rule 22 of Companies (Management and Administration) Rules, 2014, as amended from time to time and Regulation 44 of SEBI (LODR) Regulations, 2015, dispatch of Notice of Postal ballot along with Statement thereto ("Postal Ballot Notice") and Postal Ballot form to the members of the company, in respect of Special Business mentioned in the Postal Ballot Notice, has been completed on April 27, 2019.

The Postal Ballot Notice along with Postal Ballot form was Dispatched to the shareholders whose names appear in the Register of Members/ Record of Depositories as on 19<sup>th</sup> April, 2019 through email to the shareholders who have registered their E-mail IDs with the company and the Depository Participants and through physical mode along with Postage pre-paid self-addressed business copy envelope to the shareholders who have not registered the email IDs with their Depository Participants and with the Company. The Company is seeking approval by way of Resolution through Postal Ballot/E-voting.

The company has appointed Mr.D.S.Rao (C.P.No.14487) of M/s.P.S.Rao & Associates, Practicing Company Secretaries, as scrutiner for conducting the Postal Ballot process in a fair and transparent manner and the company has engaged the service of M/s. Karvy Fintech Private Limited (KARVY) for facilitating the E-voting platform to the shareholders of the company.

Voting through postal ballot shall commence on 29<sup>th</sup> April, 2019 and ends on 28<sup>th</sup> May, 2019 and voting through e-voting shall begin on 29<sup>th</sup> April, 2019 and ends on 28<sup>th</sup> May, 2019. During this period shareholders of the company, holding either in physical form or in dematerialized form as on the cut-off date i.e. 19<sup>th</sup> April, 2019 may cast their vote electronically. Postal Ballot Form/ E-voting received after the aforesaid dates will be considered as invalid. The e-voting shall be disabled by M/s. Karvy Fintech Private Limited (KARVY) for voting thereafter.

Shareholders who have not received the Postal Ballot form may write to the company at [acs@kernex.in](mailto:acs@kernex.in) mentioning their doubts or can send a request by post at the registered office of the company or may contact M/s. Karvy Fintech Private Limited (KARVY) to obtain a duplicate postal Ballot Form.

Members may contact M/s. Karvy Fintech Private Limited (KARVY) or Mr. M Badari Narayana Raju, Director and Authorised person of the company for any query/ grievances connected with voting by Postal Ballot including voting by electronic means at the registered office of the company.

Postal Ballot & E-voting Notice along with the Postal Ballot Form is also available at the website of the company <http://Kernex.in>

**By order of the Board of Directors  
For KERNEX MICROSYSTEMS (INDIA) LIMITED**  
Sd/-  
**M. BADARI NARAYANA RAJU**  
Director

Date : 27-04-2019  
Place : Hyderabad

