

21 October 2022

**BSE Limited**

Corporate Relationship Department  
25<sup>th</sup> 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: Outcome of Board Meeting – Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

Pursuant to Regulation 30 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), we hereby inform you that the Board of Directors of the Company at their meeting held today i.e., 21 October 2022 has, *inter alia*, approved the following matters:

1. Pursuant to the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company at their meeting held today i.e., 21 October 2022 have approved the re-appointment of Mr. Bontha Prasada Rao (DIN: 01705080) as an Independent Director on the Board of the Company, subject to the approval of shareholders. The brief profile of Mr. Bontha Prasada Rao along with the disclosures required in terms of SEBI Circular No. CIR/CFD/ CMD/4/2015 dated 9 September 2015 is attached herewith and marked as **Annexure A**.
2. Alteration in the Memorandum of Association of the Company in line with business requirements and the existing Companies Act, 2013, as amended, subject to approval of shareholders. The information required in terms of SEBI Circular No. CIR/CFD/CMD/4/2015 dated 9 September 2015 is attached herewith and marked as **Annexure B**.
3. Change of the Registered Office of the Company within the local limits of the city and jurisdiction of the same Registrar of Companies from 601, 6th Floor, Zero One IT Park, Survey No. 79/1, Ghorpadi, Mundhwa Road, Pune – 411 036, Maharashtra to 201 and 202, 2nd floor, AP81, Koregaon Park Annex, Mundhwa Road, Near Raga Lawns, Mundhwa, Pune - 411 036, Maharashtra with effect from 22 October 2022.
4. Appointment of Link Intime India Private Limited, having its office at C-101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai - 400083 as the new Registrar and Share Transfer Agent ("Link Intime/RTA") of the Company in place of Niche Technologies Private Limited, existing RTA ("Niche Technologies") for equity and debt securities. The information in terms of SEBI Circular No. CIR/CFD/ CMD/ 4/2015 dated September 9, 2015 is attached herewith and marked as **Annexure C**.

**Poonawalla Fincorp Limited**

(Formerly known as Magma Fincorp Limited)

**CIN:** L51504PN1978PLC209007

**Registered Office:** 601, 6<sup>th</sup> 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

Further, in terms of Regulation 7 of SEBI Listing Regulations, a tripartite agreement between the Company, Niche Technologies Private Limited and Link Intime India Private Limited is under process and Niche Technologies will however continue to act as the RTA till such time the database and electronic connectivity is shifted to Link Intime, details of the same will be communicated separately.

The meeting commenced at 12:45 P.M. and concluded at 2:15 P.M.

Kindly take the above intimation on records.

Thanking You,

Yours faithfully,

**For Poonawalla Fincorp Limited**  
(Formerly, Magma Fincorp Limited)

**Shabnum Zaman**  
**Company Secretary**  
**ACS-13918**

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**Annexure A**

<b>Name of the Director:</b>	Mr. Bontha Prasada Rao (DIN: 01705080)
<b>Reason for Change (Re-appointment):</b>	Re-appointment as "Independent Director" on the Board of the Company.
<b>Date of re-appointment and Term of re-appointment:</b>	With effect from December 10, 2022 for a second term of three years commencing from December 10, 2022 up to December 9, 2025 (both days inclusive), subject to the approval of the Shareholders of the Company, by means of a special resolution.
<b>Disclosure of relationship between Directors inter se:</b>	Not related to any of the Directors or Key Managerial Personnel of the Company
<b>Information as required pursuant to BSE Circular with ref. no. LIST/COMP/14/2018-19 and the National Stock Exchange of India Ltd with ref. no. NSE/CML/2018/24, both dated 20th June, 2018:</b>	Mr. Bontha Prasada Rao is not debarred from holding the office of Director by virtue of any SEBI Order or any other such authority.
<b>Brief Profile:</b>	Mr. Bontha Prasad Rao (68 years) is a Mechanical Engineering Graduate from Jawaharlal Nehru Technological University, Kakinada. He holds a Post-Graduate in Industrial Engineering from NITIE, Mumbai. He possesses versatile and varied experience both in strategic as well as operational management. His area of expertise is Engineering and Manufacturing Management. Mr. Bontha Prasad Rao has served as the Chairman and Managing Director (CMD) of Bharat Heavy Electricals Limited (BHEL), India till December 31, 2015. Mr. Bontha Prasad Rao laid the foundation for diversifying BHEL into non-power businesses such as in Railway transportation, Defence equipment, etc. He was awarded an honorary Doctorate by Jawaharlal Nehru Technological University, Andhra Pradesh and was a recipient of Dr. SN Mitra Memorial Engineering Excellence Award from INAE. He has been the Chairman of CII Public Sector Enterprises Council, and was on the Board of Governors of IIM, Kashipur. He is recognised as an eminent person in the Power Sector and have served on several technical committees of Government of India on Development of Clean Coal Technologies.

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Annexure B

<p><b>Amendments to Memorandum of Association of listed entity, in brief:</b></p>	<p>Changes pertain to alignment of the Memorandum of Association (MOA) with the existing Companies Act, 2013, as amended, by way of amendment in Clause III (objects clause) and IV (liability clause) of the MOA.</p> <p>Insertion of certain new objects clauses in line with the business model of the Company, including insertion of new enabling clauses in view of the various activities that can be carried out by the Company within the non-banking financial nature of the Company. Deletion of the clauses that are redundant in view of the business operations of the Company.</p>
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**Annexure C**

<b>Appointment or discontinuation:</b>	Appointment of Link Intime India Private Limited as the new Registrar and Share Transfer Agent of the Company in place of Niche Technologies Private Limited, existing RTA for equity and debt securities.
<b>Reason for appointment or discontinuation:</b>	Change in registered office of the Company from Kolkata to Pune and operational ease.
<b>Date on which above would become effective:</b>	15 December 2022, subject to completion of necessary formalities.

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