

August 30, 2022

BSE Limited
Corporate Relationship Department,
2nd Floor, New Trading Wing,
Rotunda Building, P.J. Towers,
Dalal Street, Mumbai- 400 001
(Scrip Code: 543386)

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Plot No. C/1, G Block,
Bandra - Kurla Complex,
Bandra (E), Mumbai - 400 051
(Symbol: FINOPB)

Dear Sir/Madam,

Sub: Postal Ballot - E-voting results and Scrutinizer's Report of Fino Payments Bank Limited ("the Bank")

Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, we hereby enclose the results of the e-voting and Report of the Scrutinizer on the Postal Ballot of the Bank, for the resolution specified in the Postal Ballot Notice dated July 20, 2022.

Based on the Report of Scrutinizer, we confirm that the special resolution proposed in the Notice dated July 20, 2022 has been passed with requisite majority. The resolution is deemed as passed on the last date of e-voting i.e. Friday, August 26, 2022.

Kindly take the same on record.

Thanking You,

Yours faithfully,

For Fino Payments Bank Limited

Basavraj Loni
Company Secretary & Compliance Officer
Place: Navi Mumbai

Encl: a/a

Fino Payments Bank Limited

Registered Office: Mindspace Juinagar, Plot No Gen 2/1/F, Tower 1, 8th Floor, TTC Industrial Area, MIDC Shirwane, Juinagar, Navi Mumbai - 400 706

CIN: L65100MH2007PLC171959

Tel: (+91 22) 7104 7000, website: www.finobank.com

FINO PAYMENTS BANK LIMITED

Date of the AGM/EGM	Not Applicable
Total number of shareholders on record date	85384
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	0
Public:	0
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1									
Resolution required: (Ordinary/ Special)	SPECIAL - Appointment of Mr. Prakash Kulathu Iyer (DIN 00529591) as an Independent Director of the Bank.									
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	6,24,11,997	6,24,11,985	100.0000	6,24,11,985	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		6,24,11,985	100.0000	6,24,11,985	0	100.0000	0.0000	0.0000	0
Public- Institutions	E-Voting	1,51,20,102	1,33,55,513	88.3295	1,30,95,563	2,59,950	98.0536	1.9463	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,33,55,513	88.3295	1,30,95,563	2,59,950	98.0536	1.9463	0	0
Public- Non Institutions	E-Voting	56,82,203	41,606	0.7322	38,029	3,577	91.4026	8.5973	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		41,606	0.7322	38,029	3,577	91.4027	8.5973	0	0
Total		8,32,14,302	7,58,09,104	91.1011	7,55,45,577	2,63,527	99.6524	0.3476	0	0

Report of Scrutinizer for voting on Postal Ballot through Remote e-voting

To,
Mr. Basasvraj Loni,
Company Secretary
FINO PAYMENTS BANK LIMITED
Mindspace Juinagar, 8th Floor, Plot No. Gen 2/1/F,
Tower 1, TTC Industrial Area,
MIDC Shirwane,
Juinagar Navi Mumbai
Thane 400706

Scrutinizer's Report on voting through remote e-voting for Postal Ballot conducted in terms of Sections 108 and 110 of the Companies Act, 2013 (" Act") read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014

Dear Sir,

I, **Tribhuvneshwar Kaushik** Partner of M/s Kaushik Joshi & Co., appointed by the Board of Directors of **Fino Payments Bank Limited** as the scrutinizer for the resolutions to be passed through Postal Ballot, Notice dated July 20th, 2022. At the outset, I would like to thank you for entrusting me with the task of scrutinizer pursuant to the provisions of section 110 of the Companies Act, 2013 (‘the Act’) read with the Companies (Management and Administration) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force).

(1) We submit our report as under:

- 1.1 The postal ballot is conducted in accordance with the guidelines prescribed by the Ministry of Corporate Affairs (‘MCA’) for holding general meetings/conducting postal ballot process through e-voting vide General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021 and Circular No. 20/2021 dated December 8, 2021 and Circular No. 3/2022 dated May 5, 2022 in view of the COVID-19 pandemic (collectively the ‘MCA Circulars’), to transact the special business as set out hereunder by passing Special Resolution by the Members of Fino Payments Bank Limited (the ‘Bank’) through Postal Ballot via remote e-voting.
- 1.2 The Bank **completed the dispatching / e-mailing** of the Postal Ballot Notice through **e-mail on Tuesday, July 26, 2022** to its members whose name(s) appeared on the Register of Members / List of Beneficiaries as on **Friday, July 22, 2022** maintained by the depositories viz. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and who have registered their email address with the Bank/Depositories.
- 1.3 In compliance with the provisions of Sections 108 and 110 and other applicable provisions of the Act, read with the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI Listing Regulations as amended from time to time, read with SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on remote e-voting, the Bank had engaged the services of NSDL for facilitating the remote e-voting to enable the Members to cast their votes electronically on the



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designated website www.evoting.nsdl.com of NSDL.

- 1.4 **Total No. of votes based on Paid Up Capital** of the Bank as on July 22nd, 2022 were **8,32,14,302**.
 - 1.5 Date of **Public Announcement** with respect to completion of dispatch of Postal ballot Notice in three(3) newspapers was **made on July 27, 2022** in **Financial Express & Free Press Journal in English** and **Navshakti in Marathi**.
 - 1.6 The remote e-voting **commenced on Thursday, July 28, 2022 at 9.00 a.m.** (IST) and **ended on Friday, August 26, 2022 at 5.00 p.m.** (IST).
 - 1.7 **Particulars of remote e-voting** of the Postal Ballot through e-voting process from the members **have been maintained electronically** to record the assent or dissent received.
 - 1.8 The **e-voting was blocked at 5:00 pm (IST) on Friday, August 26, 2022** and the e-voting summary statement was thereafter downloaded from the NSDLs e-voting website at 5:05 pm in presence of two witness not in employment of the Company.
 - 1.9 The Management of the Bank is responsible to ensure compliance with the requirements of the Act, the Rules and the MCA Circulars relating to remote e-voting on the Resolutions contained in the notice of Postal Ballot.
 - 1.10 My responsibility as scrutinizer for the voting through remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the said resolutions.
- (2) **A summary of the Postal Ballot votes cast through electronically is given below:**

1. Appointment of Mr. Prakash Kulathu Iyer (DIN: 00529591) as an Independent Director of the Bank

SPECIAL RESOLUTOIN:

(i) Voted in favour the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
664	75545577	99.652

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
85	263527	0.348

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes held by them
0	0

Total votes cast: **75809104 (100%)**

% of total votes cast in favor of the Resolution: **99.652%**

% of total votes cast against the Resolution: **0.348 %**

Resolution passed with requisite majority.



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- (3) In view of the above results, I hereby certify that the Special resolution proposed at item no. 1 of the Notice dated July 20, 2022 have been passed with requisite majority.
- (4) You may accordingly declare the results of the voting by postal ballot.

For Kaushik Joshi & Co.
Company Secretaries

Tribhuvan Kaushik

Tribhuvneshwar Kaushik - Partner
M. No. F10607
COP NO. 16207
UDIN: F010607D000857563
Place : Mumbai
Date : August 26, 2022



For Fino Payments Bank Limited

[Signature]
Company Secretary & D.V.P. Legal