

August 28, 2021

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: Proceedings and voting results of the 41st Annual General Meeting held on August 28, 2021 pursuant to Regulation 30 and 44 of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015 ('SEBI LODR').

This is further to our intimation dated 5 August 2021, we are pleased to inform you that the 41st Annual General Meeting of the Members of Poonawalla Fincorp Limited (Formerly, Magma Fincorp Limited) (hereinafter referred as 'the Company') has been held on August 28, 2021 at 2:00 P.M. through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM"), ('AGM'/'Meeting').

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

Pursuant to Regulation 44 of SEBI LODR 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 starting from Tuesday, August 24, 2021 at 9:00 A.M. till Friday, August 27, 2021 at 5:00 P.M. and during the AGM.

The Company had appointed Mr. Girsh 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.

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

The AGM commenced at 2.00 P.M. (IST) and concluded at 3:50 P.M. (IST).

Poonawalla Fincorp Limited
(Formerly known as Magma Fincorp Limited)
CIN: L51504WB1978PLC031813

Corporate Office: 601, 6th Floor, Zero One IT Park, Sr. No. 79/1, Ghorpadi, Mundhwa Road, Pune - 411036 **T:** +91 020 67808090

Registered office: Development House, 24 Park Street, Kolkata - 700016 **T:** +91 033 44017350

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

1. Summary of proceedings of AGM.
2. Voting results in the prescribed format as per Regulation 44 of SEBI LODR.
3. Consolidated Scrutinizer's Report on e-voting.

The above are being posted on the website of the Company at www.poonawallafincorp.com.

You are requested to take the same on record.

Thanking You.

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



Shabnum Zaman
Company Secretary
ACS No. 13918

Encl: As above

**SUMMARY OF PROCEEDINGS OF 41ST ANNUAL GENERAL MEETING OF
POONAWALLA FINCORP LIMITED (FORMERLY, MAGMA FINCORP LIMITED)**

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. In accordance with the Secretarial Standards on General Meetings (SS-2) issued by Institute of Company Secretaries of India ('ICSI') read with guidance/clarification dated April 15, 2020 issued by ICSI, the proceedings of the Annual General Meeting were deemed to be conducted at the Registered Office of the Company which was the deemed venue of the meeting.

Mr. Adar Poonawalla, Chairman and Non-Executive Director of the Company welcomed the Members to the meeting. The requisite quorum being present as confirmed by the Company Secretary, the Chairman called the meeting in order. 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, Group Chief Executive Officer and Group Chief Financial Officer of the Company who also participated in the meeting from their respective locations. The Chairman further informed the members that the authorized representatives of the Statutory Auditor and Secretarial Auditor of the Company were also attending the meeting though video conference.

The Chairman then addressed the Members sharing his views on the effects of pandemic, signs of recovery, successful vaccination drive and other treatments to defeat the virus. The Chairman further conveyed that the Company would continue to support and grow the personal and professional aspirations and dreams of all Indians through these difficult times and for the future years. The Chairman further apprised the Members about the key highlights of the financial performance of the Company, induction of senior management personnel including Group CEO and Group CFO, efforts to improve the cost of funds, two notch credit rating upgrade by CARE from AA minus to AA plus, re-alignment of product portfolios and geographies with better risk adjusted returns.

Ms. Shabnum Zaman, Company Secretary then informed the members that as per the provisions of the Companies Act, 2013, the Register of Directors and Key Managerial Personnel and the Register of Contracts and Arrangements in which directors are interested are kept open for the inspection by the Members during this meeting. Link for inspection of documents has been made available in the e-Voting website of NSDL i.e. www.evoting.nsdl.com. The Company Secretary further added that since the meeting is being held through Video Conferencing (VC) and in compliance with the MCA Circulars for holding AGM through VC, there is no requirement of proxies and hence no Register of Proxies is available for inspection.

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The notice of the meeting was taken as read since it was already emailed to the shareholders. The members were informed that the auditor's report on the financial statements of the Company and the Secretarial audit report for the year ended March 31, 2021 did not have any qualifications or observations or comments or remarks having any adverse effect on the functioning of the Company.

The Company Secretary said that the Company had provided remote E-voting facility to the members to cast their votes on the Resolutions as set out in the Notice. The remote e-voting commenced on August 24, 2021 (9:00 A.M IST) and was closed on August 27, 2021 (5:00 P.M. IST).

The Company Secretary 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 AGM and till 30 minutes post the conclusion of AGM.

The Company Secretary then state 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 AGM from his respective location.

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

Item No.	Details of Resolutions	Resolution Required
Ordinary Business		
1.	To consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2021 and the Reports of the Board of Directors and Auditors' thereon.	Ordinary Resolution
2.	To consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2021 and the Report of Auditors thereon.	Ordinary Resolution
3.	To appoint a director in place of Mr. Sanjay Chamria (DIN: 00009894), who retires by rotation, and being eligible, offers himself for re-appointment.	Ordinary Resolution
4.	To appoint Walker Chandiook & Co LLP, Chartered Accountants as Statutory Auditors of the Company and to fix their remuneration	Ordinary Resolution
Special Business		
5.	To appoint Mr. Sajid Fazalbhoy (DIN: 00022760) as an Independent Director of the Company	Special Resolution
6.	To appoint Mr. Prabhakar Dalal (DIN: 00544948) as an Independent Director of the Company	Special Resolution

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Item No.	Details of Resolutions	Resolution Required
7.	To appoint Mr. Adar Cyrus Poonawalla (DIN: 00044815) as Chairman of the Company in the capacity of Non-Executive and Non-Independent Director	Ordinary Resolution
8.	To appoint Mr. Amar Deshpande (DIN: 07425556) as Non-Executive and Non-Independent Director of the Company	Ordinary Resolution
9.	To appoint Mr. Abhay Bhutada (DIN: 03330542) as Managing Director of the Company	Special Resolution
10.	To re-appoint Mr. Sanjay Chamria (DIN: 00009894) as Whole-time Director of the Company designated as Executive Vice Chairman	Special Resolution
11.	Payment of existing remuneration to Mr. Sanjay Chamria (DIN: 00009894), Whole-time Director of the Company presently designated as Executive Vice Chairman of the Company for the financial year 2020-21	Special Resolution
12.	Payment of existing remuneration to Mr. Mayank Poddar (DIN:00009409), erstwhile Whole-time Director of the Company for the period April 1, 2020 to November 7, 2020	Special Resolution

The Managing Director then briefed the shareholders of the Company on key developments post transaction, recent changes made in the management team, capital infusion in the subsidiary company and key highlights of Q1FY22 performance.

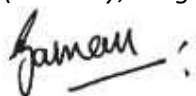
After the Members who had registered themselves as speakers were invited to ask or express their views through VC platform on the business transacted at the meeting.

Some of the Members attending the meeting through video conferencing means, commented / enquired on various matters, which were duly replied by the Chairman, and Group Chief Executive officer of the Company.

The Company Secretary informed the members that the voting results along with the scrutinizer's report will be placed on the website of the Company, i.e. www.poonawallafincorp.com as well as will be communicated to the Stock Exchanges and then declared the meeting closed.

Yours Faithfully,

For **Poonawalla Fincorp Limited**
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Shabnum Zaman
Company Secretary
ACS No. 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 AGM	Saturday 28 th August, 2021
Total number of shareholders on record date*	53,678
No. of Shareholders attended the meeting through VC/OAVM Promoters and Promoter Group : 5 Public :68	73

*Record Date implies cut-off date i.e. Saturday, 21st August, 2021.

Item No.1

Details of Agenda				To consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31 March 2021 and the Reports of the Board of Directors and Auditors thereon.				
Resolution Required				Ordinary 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	554471721	554471721	100.000	554471721	0	100.000	-
	VC/OAVM		0	0.000	0	0		
	Sub Total	554471721	554471721	100.000	554471721	0	100.000	-
Public – Institutions	Remote e-Voting	102278135	40651371	39.746	40651371	0	100.000	-
	VC/OAVM		0	0.000	0	0		
	Sub Total	102278135	40651371	39.746	40651371	0	100.000	-
Public – Non-Institutions	Remote e-Voting	107590791	547922	0.509	540783	7139	98.703	1.297
	VC/OAVM		2571	0.002	2571	0		
	Sub Total	107590791	550493	0.512	543354	7139	98.703	1.297
Grand Total		764340647	595673585	77.933	595666446	7139	99.999	0.001

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Item No.2

Details of Agenda				To consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended 31 March 2021 and the Report of Auditors thereon.				
Resolution Required				Ordinary 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	554471721	554471721	100.000	554471721	0	100.000	-
	VC/OAVM		0	0.000	0	0		
	Sub Total	554471721	554471721	100.000	554471721	0	100.000	-
Public – Institutions	Remote e-Voting	102278135	40651371	39.746	40651371	0	100.000	-
	VC/OAVM		0	0.000	0	0		
	Sub Total	102278135	40651371	39.746	40651371	0	100.000	-
Public – Non-Institutions	Remote e-Voting	107590791	547922	0.509	540783	7139	98.703	1.297
	VC/OAVM		2571	0.002	2571	0		
	Sub Total	107590791	550493	0.512	543354	7139	98.703	1.297
Grand Total		764340647	595673585	77.933	595666446	7139	99.999	0.001

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Item No.3

Details of Agenda		To appoint a director in place of Mr. Sanjay Chamria (DIN: 00009894), who retires by rotation, and being eligible, offers himself for re-appointment.						
Resolution Required		Ordinary Resolution						
Whether Promoter / Promoter group are interested in the agenda or resolution?		Yes						
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	554471721	554471721	100.000	554471721	0	100.000	-
	VC/OAVM		0	0.000	0	0		
	Sub Total	554471721	554471721	100.000	554471721	0	100.000	-
Public – Institutions	Remote e-Voting	102278135	40651371	39.746	40651371	0	100.000	-
	VC/OAVM		0	0.000	0	0		
	Sub Total	102278135	40651371	39.746	40651371	0	100.000	-
Public – Non-Institutions	Remote e-Voting	107590791	547922	0.509	539973	7949	98.556	1.444
	VC/OAVM		2571	0.002	2571	0		
	Sub Total	107590791	550493	0.512	542544	7949	98.556	1.444
Grand Total		764340647	595673585	77.933	595665636	7949	99.999	0.001

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Item No.4

Details of Agenda				To appoint Walker Chandiok & Co LLP, Chartered Accountants as Statutory Auditors of the Company and to fix their remuneration.				
Resolution Required				Ordinary 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	554471721	554471721	100.000	554471721	0	100.000	-
	VC/OAVM		0	0.000	0	0		
	Sub Total	554471721	554471721	100.000	554471721	0	100.000	-
Public – Institutions	Remote e-Voting	102278135	40651371	39.746	40651371	0	100.000	-
	VC/OAVM		0	0.000	0	0		
	Sub Total	102278135	40651371	39.746	40651371	0	100.000	-
Public – Non-Institutions	Remote e-Voting	107590791	547922	0.509	540523	7399	98.656	1.344
	VC/OAVM		2571	0.002	2571	0		
	Sub Total	107590791	550493	0.512	543094	7399	98.656	1.344
Grand Total		764340647	595673585	77.933	595666186	7399	99.999	0.001

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Item No.5

Details of Agenda				To appoint Mr. Sajid Fazalbhoy (DIN: 00022760) 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	554471721	554471721	100.000	554471721	0	100.000	-
	VC/OAVM		0	0.000	0	0		
	Sub Total	554471721	554471721	100.000	554471721	0	100.000	-
Public – Institutions	Remote e-Voting	102278135	40651371	39.746	40651371	0	100.000	-
	VC/OAVM		0	0.000	0	0		
	Sub Total	102278135	40651371	39.746	40651371	0	100.000	-
Public – Non-Institutions	Remote e-Voting	107590791	547922	0.509	537873	10049	98.175	1.825
	VC/OAVM		2571	0.002	2571	0		
	Sub Total	107590791	550493	0.512	540444	10049	98.175	1.825
Grand Total		764340647	595673585	77.933	595663536	10049	99.998	0.002

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Item No.6

Details of Agenda				To appoint Mr. Prabhakar Dalal (DIN: 00544948) 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	554471721	554471721	100.000	554471721	0	100.000	-
	VC/OAVM		0	0.000	0	0		
	Sub Total	554471721	554471721	100.000	554471721	0	100.000	-
Public – Institutions	Remote e-Voting	102278135	40651371	39.746	40651371	0	100.000	-
	VC/OAVM		0	0.000	0	0		
	Sub Total	102278135	40651371	39.746	40651371	0	100.000	-
Public – Non-Institutions	Remote e-Voting	107590791	547922	0.509	539623	8299	98.492	1.508
	VC/OAVM		2571	0.002	2571	0		
	Sub Total	107590791	550493	0.512	542194	8299	98.492	1.508
Grand Total		764340647	595673585	77.933	595665286	8299	99.999	0.001

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Item No.7

Details of Agenda		To appoint Mr. Adar Cyrus Poonawalla (DIN: 00044815) as Chairman of the Company in the capacity of Non-Executive and Non-Independent Director.						
Resolution Required		Ordinary Resolution						
Whether Promoter / Promoter group are interested in the agenda or resolution?		Yes						
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	554471721	554471721	100.000	554471721	0	100.000	-
	VC/OAVM		0	0.000	0	0		
	Sub Total	554471721	554471721	100.000	554471721	0	100.000	-
Public – Institutions	Remote e-Voting	102278135	40651371	39.746	40651371	0	100.000	-
	VC/OAVM		0	0.000	0	0		
	Sub Total	102278135	40651371	39.746	40651371	0	100.000	-
Public – Non-Institutions	Remote e-Voting	107590791	547922	0.509	540123	7799	98.583	1.417
	VC/OAVM		2571	0.002	2571	0		
	Sub Total	107590791	550493	0.512	542694	7799	98.583	1.417
Grand Total		764340647	595673585	77.933	595665786	7799	99.999	0.001

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Item No.8

Details of Agenda				To appoint Mr. Amar Deshpande (DIN: 07425556) as Non-Executive and Non-Independent Director of the Company.				
Resolution Required				Ordinary 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	554471721	554471721	100.000	554471721	0	100.000	-
	VC/OAVM		0	0.000	-	-		
	Sub Total	554471721	554471721	100.000	554471721	0	100.000	-
Public – Institutions	Remote e-Voting	102278135	40651371	39.746	40591828	59543	99.854	0.146
	VC/OAVM		0	0.000	0	0		
	Sub Total	102278135	40651371	39.746	40591828	59543	99.854	0.146
Public – Non-Institutions	Remote e-Voting	107590791	547922	0.509	539773	8149	98.520	1.480
	VC/OAVM		2571	0.002	2571	0		
	Sub Total	107590791	550493	0.512	542344	8149	98.520	1.480
Grand Total		764340647	595673585	77.933	595605893	67692	99.989	0.011

Poonawalla Fincorp Limited
 (Formerly known as Magma Fincorp Limited)
CIN: L51504WB1978PLC031813

Corporate Office: 601, 6th Floor, Zero One IT Park, Sr. No. 79/1, Ghorpadi, Mundhwa Road, Pune - 411036 **T:** +91 020 67808090
Registered office: Development House, 24 Park Street, Kolkata - 700016 **T:** +91 033 44017350
E: info@poonawallafincorp.com | **W:** www.poonawallafincorp.com

Item No.9

Details of Agenda				To appoint 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	554471721	554471721	100.000	554471721	0	100.000	-
	VC/OAVM		0	0.000	0	0		
	Sub Total	554471721	554471721	100.000	554471721	0	100.000	-
Public – Institutions	Remote e-Voting	102278135	40651371	39.746	40651371	0	100.000	-
	VC/OAVM		0	0.000	0	0		
	Sub Total	102278135	40651371	39.746	40651371	0	100.000	-
Public – Non-Institutions	Remote e-Voting	107590791	547922	0.509	540673	7249	98.683	1.317
	VC/OAVM		2571	0.002	2571	0		
	Sub Total	107590791	550493	0.512	543244	7249	98.683	1.317
Grand Total		764340647	595673585	77.933	595666336	7249	99.999	0.001

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Item No.10

Details of Agenda				To re-appoint Mr. Sanjay Chamria (DIN: 00009894) as Whole-time Director of the Company designated as Executive Vice Chairman.				
Resolution Required				Special Resolution				
Whether Promoter / Promoter group are interested in the agenda or resolution?				Yes				
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	554471721	554471721	100.000	554471721	0	100.000	-
	VC/OAVM		0	0.000	0	0		
	Sub Total	554471721	554471721	100.000	554471721	0	100.000	-
Public – Institutions	Remote e-Voting	102278135	40651371	39.746	40651371	0	100.000	-
	VC/OAVM		0	0.000	0	0		
	Sub Total	102278135	40651371	39.746	40651371	0	100.000	-
Public – Non-Institutions	Remote e-Voting	107590791	547922	0.509	540123	7799	98.583	1.417
	VC/OAVM		2571	0.002	2571	0		
	Sub Total	107590791	550493	0.512	542694	7799	98.583	1.417
Grand Total		764340647	595673585	77.933	595665786	7799	99.999	0.001

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Item No.11

Details of Agenda		Payment of existing remuneration to Mr. Sanjay Chamria (DIN: 00009894), Whole-time Director of the Company presently designated as Executive Vice Chairman of the Company for the financial year 2020-21.						
Resolution Required		Special Resolution						
Whether Promoter / Promoter group are interested in the agenda or resolution?		Yes						
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	554471721	554471721	100.000	554471721	0	100.000	-
	VC/OAVM		0	0.000	0	0		
	Sub Total	554471721	554471721	100.000	554471721	0	100.000	-
Public – Institutions	Remote e-Voting	102278135	40651371	39.746	40651371	0	100.000	-
	VC/OAVM		0	0.000	0	0		
	Sub Total	102278135	40651371	39.746	40651371	0	100.000	-
Public – Non-Institutions	Remote e-Voting	107590791	547622	0.509	539663	7959	98.553	1.447
	VC/OAVM		2571	0.002	2571	0		
	Sub Total	107590791	550193	0.511	542234	7959	98.553	1.447
Grand Total		764340647	595673285	77.933	595665326	7959	99.999	0.001

Poonawalla Fincorp Limited
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Item No.12

Details of Agenda	Payment of existing remuneration to Mr. Mayank Poddar (DIN: 00009409), erstwhile Whole-time Director of the Company for the period 1 April 2020 to 7 November 2020.
Resolution Required	Special Resolution
Whether Promoter / Promoter group are interested in the agenda or resolution?	Yes

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	554471721	554471721	100.000	554471721	0	100.000	-
	VC/OAVM		0	0.000	0	0		
	Sub Total	554471721	554471721	100.000	554471721	0	100.000	-
Public – Institutions	Remote e-Voting	102278135	40651371	39.746	40651371	0	100.000	-
	VC/OAVM		0	0.000	0	0		
	Sub Total	102278135	40651371	39.746	40651371	0	100.000	-
Public – Non-Institutions	Remote e-Voting	107590791	547922	0.509	540023	7899	98.565	1.435
	VC/OAVM		2571	0.002	2571	0		
	Sub Total	107590791	550493	0.512	542594	7899	98.565	1.435
Grand Total		764340647	595673585	77.933	595665686	7899	99.999	0.001

Kindly take the same on record.

Thanking You

Yours faithfully

For Poonawalla Fincorp Limited
(Formerly, Magma Fincorp Limited)



Shabnum Zaman
Company Secretary
ACS No. 13918

Poonawalla Fincorp Limited
(Formerly known as Magma Fincorp Limited)
CIN: L51504WB1978PLC031813

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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 Director
POONAWALLA FINCORP LIMITED
(Formerly known as MAGMA FINCORP LIMITED)
CIN – L51504WB1978PLC031813
"Development House", 24 Park Street
Kolkata – 700 016.



Dear Sir,

Sub. : 41st Annual General Meeting of the Members of Poonawalla Fincorp Limited (Formerly known as Magma Fincorp Limited) held on Saturday, August 28, 2021 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 AGM in a fair and transparent manner and ascertaining the results thereof in respect of Resolutions transacted at the 41st Annual General Meeting of the Members of Poonawalla Fincorp Limited (formerly known as Magma Fincorp Limited) held on Saturday, the 28th August, 2021 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 AGM through VC/OAVM and voting through electronic means at the AGM, by the Members of the Company on item Nos.1 to 12 contained in the Notice dated 3rd August, 2021 convening the 41st AGM 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 AGM, are conducted in a fair and transparent manner and to make a Consolidated Scrutinizer's

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Report, being this Report, of the total votes cast “in favour” and “against”, on the Resolutions transacted at the 41st AGM 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 AGM.

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 AGM.
2. In terms of requirements of the MCA & SEBI Circulars, as stated above, the Notice of the 41st AGM dated 3rd August, 2021 was sent through electronic means on 5th August, 2021 to those Members whose emails were registered with the Company’s RTA for Equity Shares M/s. Niche Technologies Private Limited / Depositories as on 30th July, 2021.
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 AGM dated 3rd August, 2021 that the Company has engaged the services of NSDL to provide remote e-voting facility and e-voting facility during the AGM to all the eligible Members to enable them to cast their votes electronically in respect of businesses to be transacted at the AGM and the Members who have cast their votes by remote e-voting may attend the AGM, but shall neither be allowed to change their votes subsequently nor cast votes again during the AGM.
4. The remote e-voting period commenced on Tuesday, 24th August, 2021 at 9:00 A. M. IST and remained open till 5:00 P. M. IST on Friday, 27th August, 2021.
5. The Members of the Company holding shares as on “Cut-off Date” i.e. Saturday, 21st August, 2021 were entitled to vote, through remote e-voting system as well as voting at the AGM through electronic voting system on the proposed Resolutions for item Nos.1 to 12 as set out in Notice dated 3rd August, 2021.
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 “Aajkaal” (in Bengali language) on Saturday, 7th August, 2021.
7. The requisite advertisement pursuant to the MCA Circular No.20/2020 dated 5th May, 2020 was published in the daily Newspaper viz. “The Financial Express” (in English language) and “Aajkaal” (in Bengali language) alongwith electronic edition dated 1st August, 2021.
8. The Votes cast through e-voting at the AGM and through remote e-voting were unlocked after conclusion of the AGM at 4:30 P. M. on 28th August, 2021 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.



9. 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 Saturday, 21st August 2021, and authentication, wherever required, lodged for the purpose.
10. Based on details containing list of Members who have cast their votes on remote e-voting platform and votes cast at the AGM, 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 41st AGM held on 28th August, 2021 are given below:

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	Annual General Meeting
Day, Date & Time	Saturday, 28 August 2021 at 2:00 P. M.
Deemed Venue	Registered Office situated at Development House, 24, Park Street, Kolkata – 700 016.
Mode	Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”)
Total number of Shareholders on Record Date*	53678
Number of Shareholders attended the meeting through Video Conferencing	73

*Record Date implies cut-off date i.e., Saturday, 21 August 2021.

Resolution No.1– Ordinary Resolution

To consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31 March 2021 and the Reports of the Board of Directors and Auditors thereon.

Particulars	Remote e-voting		Voting at the AGM		Total		%
	No. of Members	No. of Votes	No. of Members	No. of Votes	No. of Members	No. of Votes	
Assent	229	59566387 5	7	2571	236	59566644 6	99.999
Dissent	10	7139	-	0	10	7139	0.001
Total	239	59567101 4	7	2571	246	59567358 5	100.000

Resolution No.2 – Ordinary Resolution

To consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended 31 March 2021 and the Report of Auditors thereon.



Particulars	Remote e-voting		Voting at the AGM		Total		%
	No. of Members	No. of Votes	No. of Members	No. of Votes	No. of Members	No. of Votes	
Assent	229	59566387 5	7	2571	236	59566644 6	99.999
Dissent	10	7139	-	0	10	7139	0.001
Total	239	59567101 4	7	2571	246	59567358 5	100.000

Resolution No.3 – Ordinary Resolution

To appoint a director in place of Mr. Sanjay Chamria (DIN: 00009894), who retires by rotation, and being eligible, offers himself for re-appointment.

Particulars	Remote e-voting		Voting at the AGM		Total		%
	No. of Members	No. of Votes	No. of Members	No. of Votes	No. of Members	No. of Votes	
Assent	224	59566306 5	7	2571	231	59566563 6	99.999
Dissent	15	7949	-	0	15	7949	0.001
Total	239	59567101 4	7	2571	246	59567358 5	100.000

Resolution No.4 – Ordinary Resolution

To appoint Walker Chandiook & Co LLP, Chartered Accountants as Statutory Auditors of the Company and to fix their remuneration.

Particulars	Remote e-voting		Voting at the AGM		Total		%
	No. of Members	No. of Votes	No. of Members	No. of Votes	No. of Members	No. of Votes	
Assent	226	59566361 5	7	2571	233	59566618 6	99.999
Dissent	13	7399	-	0	13	7399	0.001
Total	239	59567101 4	7	2571	246	59567358 5	100.000

Resolution No.5 –Special Resolution

To appoint Mr. Sajid Fazalbhoy (DIN: 00022760) as an Independent Director of the Company



Particulars	Remote e-voting		Voting at the AGM		Total		%
	No. of Members	No. of Votes	No. of Members	No. of Votes	No. of Members	No. of Votes	
Assent	222	59566096 5	7	2571	229	59566353 6	99.998
Dissent	17	10049	-	0	17	10049	0.002
Total	239	59567101 4	7	2571	246	59567358 5	100.000

Resolution No.6 –Special Resolution

To appoint Mr. Prabhakar Dalal (DIN: 00544948) as an Independent Director of the Company.

Particulars	Remote e-voting		Voting at the AGM		Total		%
	No. of Members	No. of Votes	No. of Members	No. of Votes	No. of Members	No. of Votes	
Assent	225	59566271 5	7	2571	232	59566528 6	99.999
Dissent	14	8299	-	0	14	8299	0.001
Total	239	59567101 4	7	2571	246	59567358 5	100.000

Resolution No.7 – Ordinary Resolution

To appoint Mr. Adar Cyrus Poonawalla (DIN: 00044815) as Chairman of the Company in the capacity of Non-Executive and Non-Independent Director.

Particulars	Remote e-voting		Voting at the AGM		Total		%
	No. of Members	No. of Votes	No. of Members	No. of Votes	No. of Members	No. of Votes	
Assent	226	59566321 5	7	2571	233	59566578 6	99.999
Dissent	13	7799	-	0	13	7799	0.001
Total	239	59567101 4	7	2571	246	59567358 5	100.000

Resolution No.8 – Ordinary Resolution

To appoint Mr. Amar Deshpande (DIN: 07425556) as Non-Executive and Non-Independent Director of the Company.



Particulars	Remote e-voting		Voting at the AGM		Total		%
	No. of Members	No. of Votes	No. of Members	No. of Votes	No. of Members	No. of Votes	
Assent	226	59560332 2	7	2571	233	59560589 3	99.989
Dissent	13	67692	-	0	13	67692	0.011
Total	239	59567101 4	7	2571	246	59567358 5	100.000

Resolution No.9 – Special Resolution

To appoint Mr. Abhay Bhutada (DIN: 03330542) as Managing Director of the Company.

Particulars	Remote e-voting		Voting at the AGM		Total		%
	No. of Members	No. of Votes	No. of Members	No. of Votes	No. of Members	No. of Votes	
Assent	227	59566376 5	7	2571	234	59566633 6	99.999
Dissent	12	7249	-	0	12	7249	0.001
Total	239	59567101 4	7	2571	246	59567358 5	100.000

Resolution No.10 –Special Resolution

To re-appoint Mr. Sanjay Chamria (DIN: 00009894) as Whole-time Director of the Company designated as Executive Vice Chairman.

Particulars	Remote e-voting		Voting at the AGM		Total		%
	No. of Members	No. of Votes	No. of Members	No. of Votes	No. of Members	No. of Votes	
Assent	226	59566321 5	7	2571	233	59566578 6	99.999
Dissent	13	7799	-	0	13	7799	0.001
Total	239	59567101 4	7	2571	246	59567358 5	100.000

Resolution No.11 –Special Resolution

Payment of existing remuneration to Mr. Sanjay Chamria (DIN: 00009894), Whole-time Director of the Company presently designated as Executive Vice Chairman of the Company for the financial year 2020-21.



Particulars	Remote e-voting		Voting at the AGM		Total		%
	No. of Members	No. of Votes	No. of Members	No. of Votes	No. of Members	No. of Votes	
Assent	223	59566275 5	7	2571	230	59566532 6	99.999
Dissent	15	7959	-	0	15	7959	0.001
Total	238	59567071 4	7	2571	245	59567328 5	100.000

Resolution No.12 –Special Resolution

Payment of existing remuneration to Mr. Mayank Poddar (DIN: 00009409), erstwhile Whole-time Director of the Company for the period 1 April 2020 to 7 November 2020.

Particulars	Remote e-voting		Voting at the AGM		Total		%
	No. of Members	No. of Votes	No. of Members	No. of Votes	No. of Members	No. of Votes	
Assent	225	59566311 5	7	2571	232	59566568 6	99.999
Dissent	14	7899	-	0	14	7899	0.001
Total	239	59567101 4	7	2571	246	59567358 5	100.000

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

Item No.1

Details of Agenda		To consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31 March 2021 and the Reports of the Board of Directors and Auditors thereon.						
Resolution Required		Ordinary 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



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Mobile No : 9903868281

Email :girishbhatia1956@gmail.com

PAN : ACWPB0146N

Promoter & Promoter Group	Remote e-Voting	554471721	554471721	100.000	554471721	0	100.00	-
	VC/OAVM		0	0.000	0	0	0	-
	Sub Total	554471721	554471721	100.000	554471721	0	100.000	-
Public – Institutions	Remote e-Voting	102278135	40651371	39.746	40651371	0	100.00	-
	VC/OAVM		0	0.000	0	0	0	-
	Sub Total	102278135	40651371	39.746	40651371	0	100.000	-
Public – Non-Institutions	Remote e-Voting	107590791	547922	0.509	540783	7139	98.703	1.297
	VC/OAVM		2571	0.002	2571	0	0	0
	Sub Total	107590791	550493	0.512	543354	7139	98.703	1.297
Grand Total		764340647	595673585	77.933	595666446	7139	99.999	0.001

Item No.2

Details of Agenda				To consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended 31 March 2021 and the Report of Auditors thereon.				
Resolution Required				Ordinary 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	554471721	554471721	100.000	554471721	0	100.00	-
	VC/OAVM		0	0.000	0	0	0	-
	Sub Total	554471721	554471721	100.000	554471721	0	100.000	-
Public – Institutions	Remote e-Voting	102278135	40651371	39.746	40651371	0	100.00	-
	VC/OAVM		0	0.000	0	0	0	-



GIRISH BHATIA ,PRACTISING COMPANY SECRETARYFlat No.5B, Shubham Apartment
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	Sub Total	102278135	40651371	39.746	40651371	0	100.00	0	-
Public – Non- Institutions	Remote e- Voting	107590791	547922	0.509	540783	7139	98.703	0	1.297
	VC/OAVM		2571	0.002	2571	0			
	Sub Total	107590791	550493	0.512	543354	7139	98.703	1.297	
Grand Total		764340647	595673585	77.933	595666446	7139	99.999	0.001	

Item No.3

Details of Agenda	To appoint a director in place of Mr. Sanjay Chamria (DIN: 00009894), who retires by rotation, and being eligible, offers himself for re-appointment.
Resolution Required	Ordinary Resolution
Whether Promoter / Promoter group are interested in the agenda or resolution?	Yes

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	554471721	554471721	100.000	554471721	0	100.00	-
	VC/OAVM		0	0.000	0	0		
	Sub Total	554471721	554471721	100.000	554471721	0	100.00	0
Public – Institutions	Remote e- Voting	102278135	40651371	39.746	40651371	0	100.00	-
	VC/OAVM		0	0.000	0	0		
	Sub Total	102278135	40651371	39.746	40651371	0	100.00	0
Public – Non- Institutions	Remote e- Voting	107590791	547922	0.509	539973	7949	98.556	1.444
	VC/OAVM		2571	0.002	2571	0		
	Sub Total	107590791	550493	0.512	542544	7949	98.556	1.444



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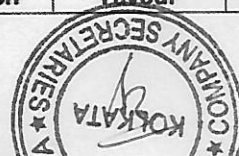
Grand Total	764340647	595673585	77.933	595665636	7949	99.999	0.001
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Item No.4

Details of Agenda				To appoint Walker Chandiook & Co LLP, Chartered Accountants as Statutory Auditors of the Company and to fix their remuneration.				
Resolution Required				Ordinary 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	554471721	554471721	100.000	554471721	0	100.00	-
	VC/OAVM		0	0.000	0	0	0	-
	Sub Total	554471721	554471721	100.000	554471721	0	100.000	-
Public – Institutions	Remote e-Voting	102278135	40651371	39.746	40651371	0	100.00	-
	VC/OAVM		0	0.000	0	0	0	-
	Sub Total	102278135	40651371	39.746	40651371	0	100.000	-
Public – Non-Institutions	Remote e-Voting	107590791	547922	0.509	540523	7399	98.656	1.344
	VC/OAVM		2571	0.002	2571	0	0	0
	Sub Total	107590791	550493	0.512	543094	7399	98.656	1.344
Grand Total		764340647	595673585	77.933	595666186	7399	99.999	0.001

Item No.5

Details of Agenda				To appoint Mr. Sajid Fazalbhoy (DIN: 00022760) 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	Number of Votes		% of Votes	% of Votes
					Favour	Against		



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		(1)	(2)	outstanding shares	(4)	(5)	in favour on votes polled	against on votes polled
				(3) = (2)/(1)* 100			(6) = (4)/(2)* 100	(7) = (5)/(2)* 100
Promoter & Promoter Group	Remote e-Voting	554471721	554471721	100.000	554471721	0	100.00	-
	VC/OAVM		0	0.000	0	0		
	Sub Total	554471721	554471721	100.000	554471721	0	100.00 0	-
Public – Institutions	Remote e-Voting	102278135	40651371	39.746	40651371	0	100.00	-
	VC/OAVM		0	0.000	0	0		
	Sub Total	102278135	40651371	39.746	40651371	0	100.00 0	-
Public – Non-Institutions	Remote e-Voting	107590791	547922	0.509	537873	10049	98.175	1.825
	VC/OAVM		2571	0.002	2571	0		
	Sub Total	107590791	550493	0.512	540444	10049	98.175	1.825
Grand Total		764340647	595673585	77.933	595663536	10049	99.998	0.002

Item No.6

Details of Agenda				To appoint Mr. Prabhakar Dalal (DIN: 00544948) 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	554471721	554471721	100.000	554471721	0	100.00	-
	VC/OAVM		0	0.000	0	0		



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	Sub Total	554471721	554471721	100.000	554471721	0	100.00	0	-
Public – Institutions	Remote e- Voting	102278135	40651371	39.746	40651371	0	100.00	0	-
	VC/OAVM		0	0.000	0	0			
	Sub Total	102278135	40651371	39.746	40651371	0	100.00	0	-
Public – Non- Institutions	Remote e- Voting	107590791	547922	0.509	539623	8299	98.492	0	1.508
	VC/OAVM		2571	0.002	2571	0			
	Sub Total	107590791	550493	0.512	542194	8299	98.492	0	1.508
Grand Total		764340647	595673585	77.933	595665286	8299	99.999	0.001	

Item No.7

Details of Agenda	To appoint Mr. Adar Cyrus Poonawalla (DIN: 00044815) as Chairman of the Company in the capacity of Non-Executive and Non-Independent Director.
Resolution Required	Ordinary Resolution
Whether Promoter / Promoter group are interested in the agenda or resolution?	Yes

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	554471721	554471721	100.000	554471721	0	100.00	0
	VC/OAVM		0	0.000	0	0		
	Sub Total	554471721	554471721	100.000	554471721	0	100.00	0
Public – Institutions	Remote e- Voting	102278135	40651371	39.746	40651371	0	100.00	0
	VC/OAVM		0	0.000	0	0		
	Sub Total	102278135	40651371	39.746	40651371	0	100.00	0



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Public – Non- Institutions	Remote e- Voting	107590791	547922	0.509	540123	7799	98.583	1.417
	VC/OAVM		2571	0.002	2571	0		
	Sub Total	107590791	550493	0.512	542694	7799	98.583	1.417
Grand Total		764340647	595673585	77.933	595665786	7799	99.999	0.001

Item No.8

Details of Agenda				To appoint Mr. Amar Deshpande (DIN: 07425556) as Non-Executive and Non-Independent Director of the Company.				
Resolution Required				Ordinary 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	554471721	554471721	100.000	554471721	0	100.00	-
	VC/OAVM		0	0.000	-	-	0	-
	Sub Total	554471721	554471721	100.000	554471721	0	100.00	-
Public – Institutions	Remote e- Voting	102278135	40651371	39.746	40591828	59543	99.854	0.146
	VC/OAVM		0	0.000	0	0		
	Sub Total	102278135	40651371	39.746	40591828	59543	99.854	0.146
Public – Non- Institutions	Remote e- Voting	107590791	547922	0.509	539773	8149	98.520	1.480
	VC/OAVM		2571	0.002	2571	0		
	Sub Total	107590791	550493	0.512	542344	8149	98.520	1.480
Grand Total		764340647	595673585	77.933	595605893	67692	99.989	0.011

Item No.9

Details of Agenda	To appoint Mr. Abhay Bhutada (DIN: 03330542) as Managing Director of the Company.
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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	554471721	554471721	100.000	554471721	0	100.00	-
	VC/OAVM		0	0.000	0	0		
	Sub Total	554471721	554471721	100.000	554471721	0	100.00	-
Public – Institutions	Remote e-Voting	102278135	40651371	39.746	40651371	0	100.00	-
	VC/OAVM		0	0.000	0	0		
	Sub Total	102278135	40651371	39.746	40651371	0	100.00	-
Public – Non-Institutions	Remote e-Voting	107590791	547922	0.509	540673	7249	98.683	1.317
	VC/OAVM		2571	0.002	2571	0		
	Sub Total	107590791	550493	0.512	543244	7249	98.683	1.317
Grand Total		764340647	595673585	77.933	595666336	7249	99.999	0.001

Item No.10

Details of Agenda				To re-appoint Mr. Sanjay Chamria (DIN: 00009894) as Whole-time Director of the Company designated as Executive Vice Chairman.				
Resolution Required				Special Resolution				
Whether Promoter / Promoter group are interested in the agenda or resolution?				Yes				
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		



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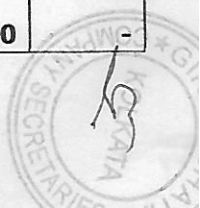
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		(1)	(2)	(3)=(2)/(1)* 100	(4)	(5)	(6) = (4)/(2)* 100	(7) = (5)/(2)* 100
Promoter & Promoter Group	Remote e-Voting	554471721	554471721	100.000	554471721	0	100.00	-
	VC/OAVM		0	0.000	0	0		
	Sub Total	554471721	554471721	100.000	554471721	0	100.00	0
Public – Institutions	Remote e-Voting	102278135	40651371	39.746	40651371	0	100.00	-
	VC/OAVM		0	0.000	0	0		
	Sub Total	102278135	40651371	39.746	40651371	0	100.00	0
Public – Non-Institutions	Remote e-Voting	107590791	547922	0.509	540123	7799	98.583	1.417
	VC/OAVM		2571	0.002	2571	0		
	Sub Total	107590791	550493	0.512	542694	7799	98.583	1.417
Grand Total		764340647	595673585	77.933	595665786	7799	99.999	0.001

Item No.11

Details of Agenda		Payment of existing remuneration to Mr. Sanjay Chamria (DIN: 00009894), Whole-time Director of the Company presently designated as Executive Vice Chairman of the Company for the financial year 2020-21.						
Resolution Required		Special Resolution						
Whether Promoter / Promoter group are interested in the agenda or resolution?		Yes						
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	554471721	554471721	100.000	554471721	0	100.00	-
	VC/OAVM		0	0.000	0	0		
	Sub Total	554471721	554471721	100.000	554471721	0	100.00	0



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							0	
Public – Institutions	Remote e- Voting	102278135	40651371	39.746	40651371	0	100.00	-
	VC/OAVM		0	0.000	0	0	0	-
	Sub Total	102278135	40651371	39.746	40651371	0	100.00	0
Public – Non- Institutions	Remote e- Voting	107590791	547622	0.509	539663	7959	98.553	1.447
	VC/OAVM		2571	0.002	2571	0	0	1.447
	Sub Total	107590791	550193	0.511	542234	7959	98.553	1.447
Grand Total		764340647	595673285	77.933	595665326	7959	99.999	0.001

Item No.12

Details of Agenda	Payment of existing remuneration to Mr. Mayank Poddar (DIN: 00009409), erstwhile Whole-time Director of the Company for the period 1 April 2020 to 7 November 2020.
Resolution Required	Special Resolution
Whether Promoter / Promoter group are interested in the agenda or resolution?	Yes

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	554471721	554471721	100.000	554471721	0	100.00	-
	VC/OAVM		0	0.000	0	0	0	-
	Sub Total	554471721	554471721	100.000	554471721	0	100.00	0
Public – Institutions	Remote e- Voting	102278135	40651371	39.746	40651371	0	100.00	-
	VC/OAVM		0	0.000	0	0	0	-
	Sub Total	102278135	40651371	39.746	40651371	0	100.00	0



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Public – Non- Institutions	Remote e- Voting	107590791	547922	0.509	540023	7899	98.565	1.435
	VC/OAVM		2571	0.002	2571	0		
	Sub Total	107590791	550493	0.512	542594	7899	98.565	1.435
Grand Total		764340647	595673585	77.933	595665686	7899	99.999	0.001

Based on the aforesaid results, the Resolution No(s). 1 to 12 as contained in the **Notice dated 3rd August 2021** have been passed with the requisite majority.

All the relevant records relating to the e-Voting are under my safe custody and will be handed over to the Company Secretary for preserving safely after the the minutes of the Meeting are considered,approved and signed.

Thanking You,

Place : Kolkata
Date:28/08/2021



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

Girish
GIRISH BHATIA
Company Secretary in Practice
Girish
(CS GIRISH BHATIA)
Practising Company Secretary
FCS : 3295 CP : 13792

UDIN –F003295C000852858

Digitally signed by
ABHAY
SURESHKUMAR
BHUTADA
AR BHUTADA
Date: 2021.08.28
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