

August 28, 2021

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: Proceedings and voting results of the 41<sup>st</sup> 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).



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 <u>www.poonawallafincorp.com</u>.

You are requested to take the same on record.

Thanking You.

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

men

Shabnum Zaman Company Secretary ACS No. 13918

Encl: As above



## <u>SUMMARY OF PROCEEDINGS OF 41<sup>ST</sup> ANNUAL GENERAL MEETING OF</u> <u>POONAWALLA FINCORP LIMITED (FORMERLY, MAGMA FINCORP LIMITED)</u>

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, realignment 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. <u>www.evoting.nsdl.com</u>. 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.



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

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

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. <u>www.poonawallafincorp.com</u> as well as will be communicated to the Stock Exchanges and then declared the meeting closed.

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

Shabnum Zaman Company Secretary ACS No. 13918



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

Particulars	
Date of the AGM	Saturday
	28 <sup>th</sup> 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	73
Public :68	

\*Record Date implies cut-off date i.e. Saturday, 21<sup>st</sup> August, 2021.

#### Item No.1

Details of Agend	a		the Co	sider and adopt th mpany for the fi s of the Board of D	inancial year e	nded 31 N	/larch 2021	
<b>Resolution Requ</b>	ired		Ordina	ry Resolution				
Whether Promo in the agenda or		group are intere	sted No					
					Number of	Votes	- % of	% of
Category	Mode of Voting	Number of shares held	Number of votes polled	% of Votes Polled on outstanding shares	Favour	Against	Votes in favour on votes polled	Votes against on votes polled
		(1)	(2)	(3) = (2)/(1)* 100	(4)	(5)	(6) = (4)/(2)* 100	(7) = (5)/(2)* 100
Promoter &	Remote e- Voting	554471721	554471721	100.000	554471721	0		
Promoter	VC/OAVM		(	0.000	0	0	100.000	-
Group	Sub Total	554471721	554471721	100.000	554471721	0	100.000	_
	Remote e- Voting	102278135	40651371	. 39.746	40651371	0		
Public – Institutions	VC/OAVM	1022/0100	(	0.000	0	0	100.000	-
	Sub Total	102278135	40651371	39.746	40651371	0	100.000	-
Public –	Remote e- Voting	107590791	547922	0.509	540783	7139		
Non-	VC/OAVM	10,000,01	2571	0.002	2571	0	98.703	1.297
Institutions	Sub Total	107590791	550493	0.512	543354	7139	98.703	1.297
	Grand Total	764340647	595673585	77.933	595666446	7139	99.999	0.001



Details of Age	nda		c	of the (	ider and adopt Company for the of Auditors there	e financial year			
Resolution Red	quired		(	Ordinar	y Resolution				
Whether Pro	-	omoter group	o are l	No					
interested in t	he agenda or r	resolution?							o/ f
Category	Mode of Voting	Number of shares held	Numbo votes p		% of Votes Polled on outstanding shares	Number of Favour	Against	% of Votes in favour on votes polled	% of Votes against on votes polled
			(2)		(3) = (2)/(1)* 100	(4)	(5)	(6) = (4)/(2)* 100	(7) = (5)/(2)* 100
Promoter &	Remote e- Voting	554471721	55447	71721	100.000	554471721	0		
Promoter	VC/OAVM		0		0.000	0	0	100.000	-
Group	Sub Total	554471721	55447	71721	100.000	554471721	0	100.000	-
	Remote e- Voting	102278135	4065	51371	39.746	40651371	0		
Public – Institutions	VC/OAVM	102270133		0	0.000	0	0	100.000	-
	Sub Total	102278135	4065	51371	39.746	40651371	0	100.000	-
Public –	Remote e- Voting	107590791	54	17922	0.509	540783	7139		
Non-	VC/OAVM	10,000,01		2571	0.002	2571	0	98.703	1.297
Institutions	Sub Total	107590791	55	50493	0.512	543354	7139	98.703	1.297
	Grand Total	764340647	59567	73585	77.933	595666446	7139	99.999	0.001

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Details of Age	nda			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 Rec	-				y Resolution					
Whether Pro	•	omoter group	are	Yes						
interested in t	ne agenda or	resolution?				Number of	Votes	% of	% of	
Category	Mode of Voting	Number of shares held		% of Votes nber of Polled on s polled outstanding shares		Favour	Against	% of Votes in favour on votes polled	Votes against on votes polled	
		(1)		2)	(3) = (2)/(1)* 100	(4)	(5)	(6) = (4)/(2)* 100	(7) = (5)/(2)* 100	
Promoter &	Remote e- Voting	554471721	5544	71721	100.000	554471721	0			
Promoter	VC/OAVM			0	0.000	0	0	100.000	-	
Group	Sub Total	554471721	5544	71721	100.000	554471721	0	100.000	-	
	Remote e- Voting	102278135	406	51371	39.746	40651371	0			
Public – Institutions	VC/OAVM	102278135		0	0.000	0	0	100.000	-	
	Sub Total	102278135	406	51371	39.746	40651371	0	100.000	-	
Public –	Remote e- Voting	107590791	5	647922	0.509	539973	7949			
Non- VC/OAVM			2571	0.002	2571	0	98.556	1.444		
Institutions	Sub Total	107590791	5	50493	0.512	542544	7949	98.556	1.444	
	Grand Total	764340647	5956	73585	77.933	595665636	7949	99.999	0.001	



Details of Ager	nda			To appoint Walker Chandiok & Co LLP, Chartered Accountants as Statutory Auditors of the Company and to fix their remuneration.						
Resolution Rec Whether Pro	omoter / Pr	omoter group			ry Resolution					
interested in t	nterested in the agenda or resolution?					Number of	Votes		% of	
Category	Mode of Voting	Number of shares held		% of Votes nber of Polled on s polled outstanding shares		Favour	Against	% of Votes in favour on votes polled	Votes against on votes polled	
		(1)	(2)		(3) = (2)/(1)* 100	(4)	(5)	(6) = (4)/(2)* 100	(7) = (5)/(2)* 100	
Promoter &	Remote e- Voting	554471721	554471721		100.000	554471721	0			
Promoter VC/OAVM			0	0.000	0	0	100.000	-		
Group	Sub Total	554471721	5544	71721	100.000	554471721	0	100.000	-	
	Remote e- Voting	102278135	406	51371	39.746	40651371	0			
Public – Institutions	VC/OAVM			0	0.000	0	0	100.000	-	
	Sub Total	102278135	406	51371	39.746	40651371	0	100.000	-	
Public –	Remote e- Voting107590791		5	47922	0.509	540523	7399			
Non-	VC/OAVM	10,000,01		2571	0.002	2571	0	98.656	1.344	
Institutions	Sub Total	107590791	5	50493	0.512	543094	7399	98.656	1.344	
	Grand Total	764340647	5956	73585	77.933	595666186	7399	99.999	0.001	



Details of Age	nda			To appoint Mr. Sajid Fazalbhoy (DIN: 00022760) as an Independent Director of the Company.							
Resolution Re	quired			Special	Resolution	•					
Whether Pro	,	omoter group	are	No							
interested in t	he agenda or r	resolution?				Number of	Vatas		% of		
Category	Mode of Voting	Number of shares held		% of Votes ber of Polled on polled outstanding shares		Favour	Against	% of Votes in favour on votes polled	Votes against on votes polled		
		(1)	(2)		(3) = (2)/(1)* 100	(4)	(5)	(6) = (4)/(2)* 100	(7) = (5)/(2)* 100		
Promoter &	Remote e- Voting	554471721			554471721		100.000	554471721	0		
Promoter VC	VC/OAVM			0 0.000 0 0 100		100.000	-				
Group	Sub Total	554471721	5544	471721	100.000	554471721	0	100.000	-		
	Remote e- Voting	102278135	406	551371	39.746	40651371	0				
Public – Institutions	VC/OAVM	1022/0105		0	0.000	0	0	100.000	-		
	Sub Total	102278135	406	551371	39.746	40651371	0	100.000	-		
Public –	Remote e- Voting	107590791	5	547922	0.509	537873	10049				
Non-	VC/OAVM	10,000,01		2571	0.002	2571	0	98.175	1.825		
Institutions	Sub Total	107590791	5	550493	0.512	540444	10049	98.175	1.825		
	Grand Total	764340647	5956	573585	77.933	595663536	10049	99.998	0.002		

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Details of Age	nda			To appoint Mr. Prabhakar Dalal (DIN: 00544948) as an Independent Director of the Company.						
Resolution Red Whether Pro interested in t	omoter / Pr	romoter group resolution?	are	Special No	Resolution					
	N				Number of	Votes	% of Votes in favour on votes polled	% of		
Category		Number of shares held	Number of votes polled (2)		% of Votes Polled on outstanding shares	Favour		Against	Votes against on votes polled	
		(1)			(3) = (2)/(1)* 100	(4)	(5)	(6) = (4)/(2)* 100	(7) = (5)/(2)* 100	
Promoter &	Remote e- Voting	554471721	5544	471721	100.000	554471721	0			
Promoter	VC/OAVM			0	0.000	0	0	100.000	-	
Group	Sub Total	554471721	5544	471721	100.000	554471721	0	100.000	-	
	Remote e- Voting	102278135	406	551371	39.746	40651371	0			
Public – Institutions	VC/OAVM			0	0.000	0	0	100.000	-	
	Sub Total	102278135	406	551371	39.746	40651371	0	100.000	-	
ublic –	Remote e- Voting	107590791	5	547922	0.509	539623	8299			
Non-	VC/OAVM	10/350/51		2571	0.002	2571	0	98.492	1.508	
Institutions	Sub Total	107590791	5	550493	0.512	542194	8299	98.492	1.508	
	Grand Total	764340647	5956	573585	77.933	595665286	8299	99.999	0.001	



Details of Age	nda				pint Mr. Adar Cy mpany in the ca r.		•	•				
Resolution Re	quired			Ordinary Resolution								
Whether Pro		omoter group	o are	Yes								
interested in t	the agenda or	resolution?				Number of	Vatas		% of			
Category	Mode of Voting	Number of shares held		% of Votes nber of Polled on s polled outstanding shares		Favour	Against	% of Votes in favour on votes polled	% of Votes against on votes polled			
		(1)		2)	(3) = (2)/(1)* 100	(4)	(5)	(6) = (4)/(2)* 100	(7) = (5)/(2)* 100			
Promoter &	Remote e- Voting	554471721	5544	71721	100.000	554471721	0					
Promoter	VC/OAVM	551171721		0	0.000	0	0	100.000	-			
Group	Sub Total	554471721	5544	71721	100.000	554471721	0	100.000	-			
	Remote e- Voting	102278135	406	51371	39.746	40651371	0					
Public – Institutions	VC/OAVM	102270135		0	0.000	0	0	100.000	-			
	Sub Total	102278135	406	51371	39.746	40651371	0	100.000	-			
Public –	Remote e- Voting	107590791	5	547922	0.509	540123	7799					
Non-	VC/OAVM			2571	0.002	2571	0	98.583	1.417			
Institutions	Sub Total	107590791	5	50493	0.512	542694	7799	98.583	1.417			
	Grand Total	764340647	5956	73585	77.933	595665786	7799	99.999	0.001			



Details of Ager	nda			To appoint Mr. Amar Deshpande (DIN: 07425556) as Non-Executive and Non-Independent Director of the Company.						
Resolution Rec Whether Pro interested in t	omoter / Pr	omoter group resolution?		Ordinar No	y Resolution					
						Number of	Votes	% of	% of	
Category	Mode of Voting	Number of shares held	Numb votes p		% of Votes Polled on outstanding shares	Favour	Against	Votes in favour on votes polled	Votes against on votes polled	
		(1)		)	(3) = (2)/(1)* 100	(4)	(5)	(6) = (4)/(2)* 100	(7) = (5)/(2)* 100	
Promoter &	Remote e- Voting	554471721	554471721		100.000	554471721	0			
	VC/OAVM			0	0.000	-	-	100.000	-	
Group	Sub Total	554471721	55447	71721	100.000	554471721	0	100.000	-	
	Remote e- Voting	102278135	4065	51371	39.746	40591828	59543			
Public – Institutions	VC/OAVM			0	0.000	0	0	99.854	0.146	
	Sub Total	102278135	4065	51371	39.746	40591828	59543	99.854	0.146	
Public –	Remote e- Public – Voting 107590791		54	47922	0.509	539773	8149			
Non-	VC/OAVM			2571	0.002	2571	0	98.520	1.480	
Institutions	Sub Total	107590791	55	50493	0.512	542344	8149	98.520	1.480	
	Grand Total	764340647	59567	73585	77.933	595605893	67692	99.989	0.011	



Details of Ager	nda				oint Mr. Abhay E Company.	3hutada (DIN: 0	3330542) a	as Managing	g Director
Resolution Red	quired				Resolution				
Whether Pro	omoter / Pr	omoter group	are	No					
interested in t	he agenda or r	esolution?							
						Number of	Votes	% of	% of
Category	Mode of Voting	Number of shares held	Num votes		% of Votes Polled on outstanding shares	Favour	Against	Votes in favour on votes polled	Votes against on votes polled
		(1)	(2)		(3) =(2)/ (1)* 100	(4)	(5)	(6) = (4)/(2)* 100	(7) = (5)/(2)* 100
Promoter &	Remote e- Voting	554471721	5544	71721	100.000	554471721	0		
Promoter	VC/OAVM			0	0.000	0	0	100.000	-
Group	Sub Total	554471721	5544	71721	100.000	554471721	0	100.000	-
	Remote e- Voting	102278135	406	51371	39.746	40651371	0		
Public – Institutions	VC/OAVM			0	0.000	0	0	100.000	-
	Sub Total	102278135	406	51371	39.746	40651371	0	100.000	-
Public –	Remote e- Voting	107590791	5	47922	0.509	540673	7249		
Non-	VC/OAVM			2571	0.002	2571	0	98.683	1.317
Institutions	Sub Total	107590791	5	50493	0.512	543244	7249	98.683	1.317
	Grand Total	764340647	5956	73585	77.933	595666336	7249	99.999	0.001



Details of Ager	nda				ppoint Mr. San r of the Compan	•••			
Resolution Rec	quired				Resolution	y designated at	Executive	vice chairm	
Whether Pro		omoter group	are	Yes					
interested in t	he agenda or	resolution?							
						Number of	Votes	% of	% of
Category	Mode of Voting	Number of shares held	Number of votes polled		% of Votes Polled on outstanding shares	Favour	Against	Votes in favour on votes polled	Votes against on votes polled
		(1)	(2)		(3)=(2)/(1)* 100	(4)	(5)	(6) = (4)/(2)* 100	(7) = (5)/(2)* 100
R Promoter &	Remote e- Voting	554471721		471721	100.000	554471721	0		
Promoter	VC/OAVM		0		0.000	0	0	100.000	-
Group	Sub Total	554471721	554471721		100.000	554471721	0	100.000	-
	Remote e- Voting	102278135	40	651371	39.746	40651371	0		
Public – Institutions	VC/OAVM			0	0.000	0	0	100.000	-
	Sub Total	102278135	40	651371	39.746	40651371	0	100.000	-
Public –	Remote e- Voting	107590791		547922	0.509	540123	7799		
Non-	VC/OAVM			2571	0.002	2571	0	98.583	1.417
Institutions	Sub Total	107590791		550493	0.512	542694	7799	98.583	1.417
Grand	Total	764340647	595	673585	77.933	595665786	7799	99.999	0.001

# POONAWALLA FINCORP

### Item No.11

Details of Ager	nda		0000	9894) <i>,</i> Whole	-time	emuneration Director of the	e Company	presently de	esignated
			as Ex 21.	ecutive Vice C	hairm	nan of the Com	pany for th	e financial y	ear 2020-
Resolution Red	quired			ial Resolution					
Whether Pro		omoter group	are Yes						
interested in t	he agenda or	resolution?							o( 6
Category	Mode of Voting				n ing	Number of Favour	Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) =(2)/(2 100	1)*	(4)	(5)	(6) = (4)/(2)* 100	(7) = (5)/(2)* 100
Promoter &	Remote e- Voting	554471721	55447172	1 100.0	000	554471721	0		
Promoter	VC/OAVM			0 0.0	000	0	0	100.000	-
Group	Sub Total	554471721	55447172	1 100.0	000	554471721	0	100.000	-
	Remote e- Voting	102278135	4065137	1 39.7	746	40651371	0		
Public – Institutions	VC/OAVM	1022/0105		0 0.0	000	0	0	100.000	-
	Sub Total	102278135	4065137	1 39.7	746	40651371	0	100.000	-
Public –	Remote e- Voting	107590791	54762	2 0.5	509	539663	7959		
Non-	VC/OAVM	10,000,01	257	1 0.0	002	2571	0	98.553	1.447
Institutions	Sub Total	107590791	55019	3 0.5	511	542234	7959	98.553	1.447
Grand	Total	764340647	59567328	5 77.9	933	595665326	7959	99.999	0.001



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	Yes
interested in the agenda or resolution?	

					Number of	Votes		% of
Category	Mode of Voting		Number of votes polled	% of Votes Polled on outstanding shares	Favour	Again st	% of Votes in favour on votes polled	Votes against on votes polled
		(1)	(2)	(3) = (2)/(1)* 100	(4)	(5)	(6) = (4)/(2)* 100	(7) = (5)/(2)* 100
Remote e- Promoter & Voting	554471721	554471721	100.000	554471721	0			
Promoter	VC/OAVM		0	0.000	0	0	100.000	-
Group	Sub Total	554471721	554471721	100.000	554471721	0	100.000	-
	Remote e- Voting	102278135	40651371	39.746	40651371	0		
Public – Institutions	VC/OAVM	1022/0105	0	0.000	0	0	100.000	-
	Sub Total	102278135	40651371	39.746	40651371	0	100.000	-
Public –	Remote e- Voting	107590791	547922	0.509	540023	7899		
Non-	VC/OAVM	10/350/51	2571	0.002	2571	0	98.565	1.435
Institutions	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)

amen

Shabnum Zaman Company Secretary ACS No. 13918

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

Corporate Office: 601, 6<sup>th</sup> 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

GIRISH BHATIA , PRACTISING COMPANY SECRETARY Flat No.5B, Shubham Apartment 19-B, Alipore Road, Kolkata – 700027.

Mobile No : 9903868281 Email :girishbhatia1956@gmail.com PAN : ACWPB0146N

## **Consolidated Scrutinizer's Report**

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 as amended

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



Dear Sir,

Sub.: 41<sup>st</sup> 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 3<sup>rd</sup>August, 2021 convening the 41<sup>st</sup> AGM of the Company are resonsibility of the Management of the Company. My responsibility as Scrutinizer is to ensure that voting processes, both through remote e-voting and voting through eletronic means at the AGM, are conducted in a fair and transparent manner and to make a Consolidated Scrutinizer's

Report, being this Report, of the total votes cast "in favour" and "against", on the Resolutions transacted at the 41<sup>st</sup> 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 41<sup>st</sup> AGM dated 3<sup>rd</sup>August, 2021 was sent through electronic means on 5<sup>th</sup> August, 2021 to those Members whose emails were registered with the Company's RTA for Equity Shares M/s. Niche Technolgies Private Limited / Depositories as on 30<sup>th</sup> 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 3<sup>rd</sup>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 electrnically in respect of businesses to be transacted at the AGM and the Members who have casts their votes by remote e-voting may attend the AGM, but shall neither be allowed to change their votes subsequently nor casts votes again during the AGM.
- 4. The remote e-voting period commenced on Tuesday, 24<sup>th</sup> August, 2021 at 9:00 A. M. IST and remained open till 5:00 P. M. IST on Friday, 27<sup>th</sup>August, 2021.
- 5. The Members of the Company holding shares as on "Cut-off Date" i.e. Saturday, 21<sup>st</sup> August, 2021 were entitled to vote, through remote e-voting system as well asvoting at the AGM through electronic voting system on the proposed Resolutions for item Nos.1 to 12 as set out in Notice dated 3<sup>rd</sup> 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, 7<sup>th</sup> August, 2021.
- The requisite advertisement pursuant to the MCA Circular No.20/2020 dated 5<sup>th</sup> May, 2020 was published in the daily Newspaper viz. "The Financial Express" (in English langauge) and "Aajkaal" (in Bengali language) alongwith electronic edition dated 1<sup>st</sup>August, 2021.
- The Votes cast through e-voting at the AGM and through remote e-voting were unlocked after conclusion of the AGM at4:30 P. M. on 28<sup>th</sup> August, 2021 in the presence of 2 (two) witnessess – 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, 21<sup>st</sup> August 2021, and authentication, wherever required, lodged for the purpose.
- 10. Based on details containg list of Members who have cast their votes on remote e-voting platform and votes cast at the AGM,through e-voting system,as downlaoded from the e-voting website of NSDL (<u>www.evoting.nsdl.com</u>),the consolidated results on the Resolutions transacted at the 41<sup>st</sup> AGM held on 28<sup>th</sup> August,2021 are given below:

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						

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

\*Record Date implies cut-off date i.e.,Saturday,21August 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 t	he AGM	Tot	%	
	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	<b>59567358</b> 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.



	Remote e-voting		Voting at t	he AGM	Tot	%	
Particulars	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	<b>59567358</b> 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 t	he AGM	Tot	%	
	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 Chandiok & Co LLP, Chartered Accountants as Statutory Auditors of the Company and to fix their remuneration.

	Remote e-voting		Voting at the AGM		Tot	%	
Particulars	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

GIRISH BHATIA , PRACTISING COMPANY SECRETARY Flat No.5B, Shubham Apartment 19-B, Alipore Road, Kolkata – 700027 .

Particulars	Remote e-voting		Voting at t	he AGM	Tot	%	
	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.

	Remote e-voting		Voting at t	he AGM	Tot	%	
Particulars	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 t	he AGM	Tot	%	
	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.



GIRISH BHATIA , PRACTISING COMPANY SECRETARY Flat No.5B, Shubham Apartment 19-B, Alipore Road, Kolkata – 700027 .

	Remote	e-voting	Voting at t	he AGM	Tot	al	%
Particulars	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.

	Remote	e-voting	Voting at t	he AGM	Tot	al	%
Particulars	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.

	Remote	e-voting	Voting at t	he AGM	Tot	al	%
Particulars	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.



GIRISH BHATIA , PRACTISING COMPANY SECRETARY Flat No.5B, Shubham Apartment 19-B, Alipore Road, Kolkata – 700027 .

	Remote	e-voting	Voting at t	he AGM	Tot	%	
Particulars	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**

CHBH3

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.

	Remote	e-voting	Voting at t	he AGM	Tot	al	%
Particulars	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 evoting as well as e-voting at the AGM as under:

tem No.1	TOP	n	KN 8	1 1
				1 a

Details of A	_			Stater 31 Ma and A	nsider and ac nents of the ( arch 2021 and uditors thereo	Company fo the Report n.	or the final	ncial yea	r ended		
Resolution		the second second			ary Resolution						
		romoter grou a or resolutio		No							
						Number	of Votes	% of	% of		
Category	Mode of Voting	Number of shares held	1	nber of s polled	% of Votes Polled on outstanding shares	Favour	Against	Votes in favour on votes polled	Votes against on votes polled		
	(1)			(2)	(3) = (2)/(1)* 100	(4)	(5)	(6) = (4)/(2)* 100	(7) = (5)/(2)* 100		
	ATANAC ATANAC	10×CO									

Flat No.5B, Shubham Apartment 19-B, Alipore Road, Kolkata – 700027 . Mobile No : 9903868281 Email :girishbhatia1956@gmail.com <u>PAN : ACWPB0146N</u>

	Grand Total	764340647	595673585	77.933	595666446	7139	99.999	0.001
Institutions	Sub Total	107590791	550493	0.512	543354	7139	98.703	1.297
Public – Non-	VC/OAVM	10/390/91	2571	0.002	2571	0	98.703	1.297
D. 1.1%.	Remote e- Voting	107590791	547922	0.509	540783	7139		
Institutions	Sub Total	102278135	40651371	39.746	40651371	0	100.00 0	-
Public –	VC/OAVM		0	0.000	0	0	0	-
	Remote e- Voting	102278135	40651371	39.746	40651371	0	100.00	
Group	Sub Total	554471721	554471721	100.000	554471721	0	100.00 0	-
Promoter & Promoter	VC/OAVM		0	0.000	0	0	0	-
	Remote e- Voting	554471721	554471721	100.000	554471721	0	100.00	

# 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					
	Number of Materia 04 of					

					Number o	f Votes	% of	% of
Category	Mode of Voting	Number of Number of shares held votes polled		% of Votes Polled on outstanding shares	Favour	Against	Votes in favour on votes polled	Votes against on votes polled
		(1)	(2)	(3) = (2)/(1)* 100	(4)	(5)	(6) = (4)/(2)* 100	(7) = (5)/(2)* 100
	Remote e- Voting	554471721	554471721	100.000	554471721	0	100.00	
Promoter & Promoter	VC/OAVM		0	0.000	0	0	0	-
Group	Sub Total	554471721	554471721	100.000	554471721	0	100.00 0	-
Public –	Remote e- Voting	102278135	40651371	39.746	40651371	0	100.00	-
Institutions	VC/OAVM	1022/0100	0	0.000	0	0	0	-

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19-B, Alipore Road, Kolkata - 700027 .

Mobile No : 9903868281 Email :girishbhatia1956@gmail.com <u>PAN : ACWPB0146N</u>

	Sub Total	102278135	40651371	39.746	40651371	0	100.00 0	-
Public –	Remote e- Voting	107590791	547922	0.509	540783	7139		
Non- VC	VC/OAVM		2571	0.002	2571	0	98.703	1.297
Institutions	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 A	genda			00009	point a direct 894), who re himself for re	etires by rot	ation, and		
Resolution F	Required				ary Resolution		11.		
	romoter /	Promoter g the agenda		Yes					
						Number o	% of	0/ -5	
Category	Mode of Voting	Number of shares held		ber of polled on spolled shares		Favour	Against	Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2	2)	(3) = (2)/(1)* 100	(4)	(5)	(6) = (4)/(2)* 100	(7) = (5)/(2)* 100
	Remote e- Voting	554471721	5544	71721	100.000	554471721	0	100.00	
Promoter & Promoter	VC/OAVM			0	0.000	0	0	0	
Group	Sub Total	554471721	554471721		100.000	554471721	0	100.00 0	
	Remote e- Voting	102278135	406	51371	39.746	40651371	0	100.00	
Public -	VC/OAVM			0	0.000	0	0	0	
Institutions	Sub Total	102278135	406	51371	39.746	40651371	0	100.00 0	
Public -	Remote e- Voting	107590791	54	47922	0.509	539973	7949		
Non-	VC/OAVM			2571	0.002	2571	0	98.556	6 1.44
Institutions	Sub Total	107590791	5	50493	0.512	542544	7949	98.556	1.444



Flat No.5B, Shubham Apartment

19-B, Alipore Road, Kolkata - 700027 .

Mobile No : 9903868281 Email :girishbhatia1956@gmail.com <u>PAN : ACWPB0146N</u>

	Grand Total	764340647	59567	73585	77.933	595665636	7949	99.999	0.001
em No.4							1		
Details of Ag	genda			Accou		er Chandiok tutory Audito on.			
Resolution F	Required			Ordina	ary Resolution	1			
		omoter group a or resolution		No					
						Number of	Votes	% of	% of
Category	Mode of Voting	ode of shares held vot		ber of polled	% of Votes Polled on outstanding shares	Favour	Against	Votes in favour on votes polled	Votes agains on votes pollec
		(1)	(3	2)	(3) = (2)/(1)* 100	(4)	(5)	(6) = (4)/(2)* 100	(7) = (5)/(2) 100
	Remote e- Voting	554471721	5544	71721	100.000	554471721	0	100.00	
Promoter & Promoter	VC/OAVM	Å		0	0.000	0	0	0	
Group	Sub Total	554471721	5544	71721	100.000	554471721	0	100.00 0	
	Remote e- Voting	102278135	406	51371	39.746	40651371	0	100.00	
Public –	VC/OAVM			0	0.000	0	0	0	
Institutions	Sub Total	102278135	406	51371	39.746	40651371	0	100.00 0	
Public –	Remote e- Voting	107590791	5	47922	0.509	540523	7399		
Non-	VC/OAVM			2571	0.002	2571	0	98.656	1.34
Institutions	Sub Total	107590791	5	50493	0.512	543094	7399	98.656	1.34
	Grand Total	764340647	5956	573585	77.933	595666186	7399	99.999	0.00

Item	No.5

Details of A	genda				oy (DIN: 0 mpany.	0022760	) as an			
Resolution	Required			Special Resolution						
		omoter grou a or resolutio		No				•		
Mode of Number of Nu		Num	ber of	of % of Votes	Number of Votes		% of	% of		
Category	Voting	Voting shares held votes		polled	Polled on	Eavour	Against	Votes	Votes	

19-B, Alipore Road, Kolkata – 700027 .

Mobile No : 9903868281 Email :girishbhatia1956@gmail.com <u>PAN : ACWPB0146N</u>

				outstanding shares			in favour on votes polled	against on votes polled
		(1)	(2)	(3) = (2)/(1)* 100	(4)	(5)	(6) = (4)/(2)* 100	(7) = (5)/(2)* 100
	Remote e- Voting	554471721	554471721	100.000	554471721	0	100.00	
Promoter &	VC/OAVM	554471721	0	0.000	0	0	0	-
Promoter Group	Sub Total	554471721	554471721	100.000	554471721	0	100.00 0	-
	Remote e- Voting	102278135	40651371	39.746	40651371	0	100.00	
Public –	VC/OAVM	1022/0155	0	0.000	0	0	favour on votes polled (6) = (4)/(2)* 100.00 0 100.00 0 100.00 0 100.00 0 98.175 98.175	-
Institutions	Sub Total	102278135	40651371	39.746	40651371	0		-
D     -	Remote e- Voting	107590791	547922	0.509	537873	10049		1.005
Public – Non-	VC/OAVM	10/350/51	2571	0.002	2571	0	98.175	1.825
Institutions	tions Sub Total 107590791 550493 0.512 540444 10	10049	98.175	1.825				
	Grand Total	764340647	595673585	77.933	595663536	10049	99.998	0.002

# Item No.6

Details of Ag	genda				point Mr. Pra endent Directe			0544948)	as an
<b>Resolution</b> F	Required			Specia	I Resolution				
		omoter group a or resolution		No					
						Number of	Votes	% of	% of
Category	Mode of Voting	Mode of		hber of polled on s polled outstanding shares		Favour	Against	Votes in favour on votes polled	Votes against on votes polled
		(1)		(2)	(3) = (2)/(1)* 100	(4)	(5)	(6) = (4)/(2)* 100	(7) = (5)/(2)* 100
Promoter & Promoter –	Remote e- Voting	554471721	554		100.000	554471721	0	100.00	
	VC/OAVM	554471721 I		0	0.000	0	0	0	-

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19-B, Alipore Road, Kolkata - 700027 .

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

# Item No.7

Details of A	genda		Chair	point Mr. Ada man of the utive and Non-	Company i	n the ca		
Resolution I	Required		Ordin	nary Resolution	n			
Whether P are intere resolution?	sted in	Promoter g the agenda						
					Number o	f Votes	% of	% of
Category	Mode of Voting	Number of shares held	Number of votes polled	% of Votes Polled on outstanding shares	Favour	Against	Votes in favour on votes polled	% or Votes against on votes polled
		(1)	(2)	(3) = (2)/(1)* 100	(4)	(5)	(6) = (4)/(2)* 100	(7) = (5)/(2)* 100
	Remote e- Voting	554471721	554471721	100.000	554471721	0	100.00	
Promoter & Promoter	VC/OAVM		0	0.000	0	0	0	-
Group	Sub Total	554471721	554471721	100.000	554471721	0	100.00 0	-
	Remote e- Voting	102278135	40651371	39.746	40651371	0	100.00	
Public – Institutions	VC/OAVM		0	0.000	0	0	0	
	Sub Total	102278135	40651371	39.746	40651371	0	100.00 0	-



19-B, Alipore Road, Kolkata - 700027 .

Mobile No : 9903868281 Email :girishbhatia1956@gmail.com <u>PAN : ACWPB0146N</u>

	Grand Total	764340647	595673585	77.933	595665786	7799	99.999	0.001
Institutions	Sub Total	107590791	550493	0.512	542694	7799	98.583	1.417
Non-	VC/OAVM		2571	0.002	2571	0	98.583	1.417
Public –	Remote e- Voting	107590791	547922	0.509	540123	7799	00 500	4 447

## Item No.8

Details of Ag	enda			1	oint Mr. Ama ive and Non-				
Resolution R	equired			Ordina	ary Resolution	1			
		omoter group or resolution		No			· · · ·		1
					Number of Votes % of		% of	% of	
Category	Mode of Voting	Number of shares held		nber of s polled	% of Votes Polled on outstanding shares	Favour	Against	Votes in favour on votes polled	Votes against on votes polled
		(1)		(2)	(3) = (2)/(1)* 100	(4)	(5)	(6) = (4)/(2)* 100	(7) = (5)/(2)* 100
	Remote e- Voting	554471721	554	471721	100.000	554471721	0	100.00	
Promoter & Promoter	VC/OAVM	554471721		0	0.000	-	-	100.00	-
Group	Sub Total	554471721	554	471721	100.000	554471721	0	100.00 0	-
	Remote e- Voting	102278135	40	651371	39.746	40591828	59543		
Public – Institutions	VC/OAVM	101210100		0	0.000	0	0	99.854	0.146
	Sub Total	102278135	40	651371	39.746	40591828	59543	99.854	0.146
Public –	Remote e- Voting	107590791		547922	0.509	539773	8149		
Non-	VC/OAVM	1070000101		2571	0.002	2571	0	98.520	1.480
Institutions	Sub Total	107590791		550493	0.512	542344	8149	98.520	1.480
and the second s	Grand Total	764340647	595	673585	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.

Flat No.5B, Shubham Apartment

19-B, Alipore Road, Kolkata - 700027 .

Mobile No : 9903868281 Email :girishbhatia1956@gmail.com <u>PAN : ACWPB0146N</u>

<b>Resolution</b> F	Required		Spec	ial Resolution		*		
		omoter group a or resolution						
					Number of	F Votes	% of	% of
Category	Mode of Voting	Number of shares held	Number of votes polled	% of Votes Polled on outstanding shares	Favour	Against	Votes in favour on votes polled	Votes against on votes polled
		(1)	(2)	(3) =(2)/ (1)* 100	(4)	(5)	(6) = (4)/(2)* 100	(7) = (5)/(2)* 100
	Remote e- Voting	554471721	55447172	l 100.000	554471721	0	100.00	
Promoter & Promoter	VC/OAVM			0.000	0	0	0	
Group	Sub Total	554471721	55447172	100.000	554471721	0	Votes in favour on votes polled (6) = (4)/(2)* 100.00 0 100.00 0 100.00 0 98.683 98.683	-
	Remote e- Voting	102278135	4065137	1 39.746	40651371	0	100.00	
Public –	VC/OAVM	1022/0105	1	0.000	0	0	0	-
Institutions	Sub Total	102278135	4065137	L 39.746	40651371	0	100.00	
Public –	Remote e- Voting	107590791	54792	2 0.509	540673	7249		
Non-	VC/OAVM	10.000.01	257	0.002	2571	0	98.683	1.317
Institutions	Sub Total	107590791	55049	3 0.512	543244	7249	7249 98.683	1.317
	Grand Total	764340647	59567358	5 77.933	595666336	7249	99.999	0.001

# Item No.10

Details of A	genda		Whole	-appoint Mr. e-time Directo tive Vice Chair	or of the			-
Resolution	Required		Specia	I Resolution				
	ested in	Promoter g the agenda	 Yes		Blumbor	-f.Votoc	% of	
Category	Mode of Voting	Number of shares held	 nber of spolled	% of Votes Polled on outstanding shares	Number ( Favour	Against	% of Votes in favour on votes polled	% of Votes against on votes polled

Flat No.5B, Shubham Apartment

19-B, Alipore Road, Kolkata - 700027 .

Mobile No : 9903868281 Email :girishbhatia1956@gmail.com PAN : ACWPB0146N

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		(1)	(2)	(3)=(2)/(1)* 100	(4)	(5)	(6) = (4)/(2)* 100	(7) = (5)/(2)* 100
	Remote e- Voting	554471721	554471721	100.000	554471721	0	100.00	
Promoter & Promoter	VC/OAVM	3311/1/21	0	0.000	0	0	0	-
Group	Sub Total	554471721	554471721	100.000	554471721	0	100.00 0	-
	Remote e- Voting	102278135	40651371	39.746	40651371	0	100.00	
Public –	VC/OAVM	102270155	0	0.000	0	0	(4)/(2)* 100 100.00 0 <b>100.00</b>	
Institutions	Sub Total	102278135	40651371	39.746	40651371	0		\ 
Public –	Remote e- Voting	107590791	547922	0.509	540123	7799		
Non-	VC/OAVM	10/00/01	2571	0.002	2571	0	98.583	1.417
Institutions	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

Promoter &

Promoter Group Remote e-

Voting

VC/OAVM

**Sub Total** 

Details of Agenda					ent of existing 00009894), V ntly designate any for the fin	Vhole-time d as Execu	Director o tive Vice (	of the Co	ompany	
<b>Resolution</b>	Required			Special Resolution						
	sted in	Promoter g the agenda		Yes						
						Number of Votes		% of	% of	
Category	Mode of Voting	Number of shares held		ber of polled	% of Votes Polled on outstanding shares	Favour	Against	Votes in favour on votes polled	Votes against on votes polled	
		(1)		(2)	(3) =(2)/(1)* 100	(4)	(5)	(6) = (4)/(2)* 100	(7) = (5)/(2)* 100	

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Flat No.5B, Shubham Apartment

19-B, Alipore Road, Kolkata - 700027 .

Mobile No : 9903868281 Email :girishbhatia1956@gmail.com <u>PAN : ACWPB0146N</u>

						*	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	547622	0.509	539663	7959		
	VC/OAVM		2571	0.002	2571	0	98.553	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	% of	% of	
					Favour	Against	Votes in favour on votes polled	Votes against on votes polled
		(1)	(2)	(3) = (2)/(1)* 100	(4)	(5)	(6) = (4)/(2)* 100	(7) = (5)/(2)* 100
	Remote e- Voting	554471721	554471721	100.000	554471721	0	100.00 0	
Promoter & Promoter	VC/OAVM		0	0.000	0	0		-
Group	Sub Total	554471721	554471721	100.000	554471721	0	<b>100.00</b> 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	-



GIRISH BHATIA , PRACTISING COMPANY SECRETARY Flat No.5B, Shubham Apartment 19-B, Alipore Road, Kolkata – 700027.

Mobile No : 9903868281 Email :girishbhatia1956@gmail.com <u>PAN : ACWPB0146N</u>

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

Based on the aforesaid results, the Resolution No(s). 1 to 12 as contained in the Notice dated 3<sup>rd</sup>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,

Girist

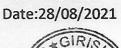
GIRISH BHATIA Company Secretary in Practice

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

#### UDIN -- F003295C000852858

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



Place : Kolkata

