

September 25, 2023

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

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

Scrip Code: 543386

Symbol: FINOPB

Dear Sir / Madam,

Sub.: Summary of the proceedings of the 7th Annual General Meeting (“AGM”) of Fino Payments Bank Limited (“Bank”) held on September 25, 2023.

Ref.: Intimation under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“SEBI Listing Regulations”)

We wish to inform you that the 7th AGM of the Bank was held today i.e. September 25, 2023 at 12:00 Noon (IST) through Video-Conferencing means. Summary of the proceedings of the 7th AGM of the Bank is enclosed herewith.

Please be informed that pursuant to Regulation 44 of the SEBI Listing Regulations, the Bank shall disclose the combined results of e-voting, along with the Scrutinizer’s report, to the Stock Exchanges separately.

Kindly take the same on record.

Yours Faithfully,

For Fino Payments Bank Limited

Basavraj Loni
Company Secretary & Compliance Officer
Place: Navi Mumbai
Encl.: As above

Summary of the proceedings of the 7th Annual General Meeting (“AGM”) of Fino Payments Bank Limited (“Bank”)

The 7th AGM of the Bank was held on Monday, September 25, 2023 at 12:00 Noon Indian Standard Time (IST) through two-way-video conferencing means (‘VC’). The meeting was held in compliance with the relevant provisions of the Companies Act, 2013 and SEBI Listing Regulations, 2015, read with relevant circulars issued by MCA and SEBI in this regard.

Since, presently, the Bank doesn’t have a designated Chairperson, the Board of Directors elected Mr. Rajat Kumar Jain, Independent Director of the Bank as the Chairman for the AGM, in accordance with Clause 80 of the Articles of Association of the Bank and accordingly, he chaired the meeting.

The requisite quorum was present, the Chairman declared the Meeting to be in order and welcomed the Members.

He introduced Directors and Management of the Bank who were present through video conferencing as follow:

The following Directors were present:

Mr. Rajat Kumar Jain, Independent Director of the Bank and Chairperson of the IT Strategy Committee.

Mr. Suresh Kumar Jain, Independent Director of the Bank and Chairman of Risk & Asset Liability Management Committee.

Mrs. Deena Asit Mehta, Independent Director of the Bank and Chairperson of the Audit Committee.

Mr. Rakesh Bhartia, Independent Director of the Bank and Chairperson of the Nomination & Remuneration Committee & Stakeholder's Relationship Committee.

Mr. Rishi Gupta, Managing Director and CEO of the Bank and is Chairman of the Corporate Social Responsibility Committee and Customer Service Committee.

He further informed that Mr. Prateek Roongta, Nominee Director in the Bank has expressed his inability to attend the AGM due to his pre-occupation.

The following Management officials were present:

Mr. Ketan Merchant - Chief Financial Officer, Mr. Anup Agarwal - Finance Controller and Mr. Basavraj Loni - Company Secretary were also present.

The representatives of the Statutory Auditors, Secretarial Auditors of the Bank and Scrutinizer were also present at the meeting.

The Members were informed that the e-voting facility for casting vote during the AGM was opened and was made available for thirty (30) minutes after the conclusion of the AGM, to those shareholders who had not already voted by means of remote e-voting.

Further the Members were informed that the AGM Notice and complete set of Annual Report for FY 2023 comprising of Boards' Report, Report on Corporate Governance, Reports of Auditors, Financial Statements etc., have been circulated to the members electronically well in advance.

The Chairman informed the Members that there were no qualifications, observations or comments on financial transactions or other matters, in the Statutory Auditor's Report and Secretarial Auditors' Report having any adverse effect on the functioning of the Bank and pursuant to the applicable provisions of the Companies Act, 2013 and the Secretarial Standards, he stated that the Audit Reports and the Notice of the AGM would be taken as read.

The Chairman addressed the members of the Bank with a brief speech wherein he apprised them, inter alia, about the overall economy, banking and Fintech eco-system, digital payments, Fino's journey so far, way forward commitment towards financial inclusion, significant progress in maintaining profitability, commitment towards technological advancement, security measures and to enhance digital footprint, strong commitment to ethical practices, compliance and corporate governance.

The Chairman invited Mr. Rishi Gupta, Managing Director and CEO of the Bank to address the Members.

Mr. Rishi Gupta addressed the members of the Bank with a brief speech wherein he apprised them, inter alia, about the Bank's business and financial performance, Indian Payments market, Transaction, Acquisition, and Monetization strategy, focus towards strengthening Bank's digital ecosystem and offerings, growth drivers i.e. high growth margin products, future readiness of the Bank and natural progression which includes future plans with respect to upgrading banking license and request from the holding company to explore possibility of simplifying the group structure.

The Chairman requested Mr. Basavraj Loni, Company Secretary to brief the members on the resolutions proposed in the AGM Notice.

The following items as stated in the Notice of 7th AGM were transacted through remote e-voting and through e-voting during the AGM:

Item No.	Particulars Of Resolution	Type of Resolution
	Ordinary Business	
1	To receive, consider and adopt the audited financial statements of the Bank for the financial year ended March 31, 2023 together with the reports of the Board of Directors and Auditors thereon.	Ordinary
2	To appoint a director in place of Mr. Rishi Gupta (DIN: 01433190), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary
3	To re-appoint and fix remuneration of M/s. A P Sanzgiri & Co, as Statutory Central Auditors of the Bank.	Ordinary
	Special Business	

4	To increase the Authorised Share Capital of the Bank and Alteration of Capital Clause of Memorandum of Association of the Bank.	Ordinary
5	To Approve 'Fino Payments Bank Limited - Employees Stock Option Policy, 2023'.	Special
6	To consider and approve extension of the benefits of the Fino Payments Bank Limited- Employee Stock Option Policy – 2023', ("ESOP-2023") to the employees of Holding Company.	Special

The Chairman informed that the e-voting facility was also available until thirty (30) minutes after the conclusion of the AGM, to those Members who had not already voted by means of remote e-voting.

He also informed the Board of Directors has appointed Mr. Tribhuvneshwar Kaushik of M/s. Kaushik Joshi & Co., Practicing Company Secretaries, as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

He further informed that the results of the remote e-voting & e-voting along with Scrutinizer's Report will be hosted at the Bank's website viz. www.finobank.com and on the e-voting website of NSDL at <https://www.evoting.nsdl.com> and also be communicated simultaneously to the respective Stock Exchanges viz. BSE Limited and National Stock Exchange of India Limited, where the equity shares of the Bank are listed. Additionally, the results will also be placed on the notice board at the Registered Office of the Bank.

The Chairman thanked the shareholders for participating in the 7th AGM of the Bank and concluded the meeting at 12:30 p.m. (IST). Thereafter, e-voting remained open for 30 minutes for those members who participated in AGM and did not vote earlier.

Kindly take the same on record.

Yours Faithfully,

For Fino Payments Bank Limited

Basavraj Loni

Company Secretary & Compliance Officer

Place: Navi Mumbai