

29 July 2022

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 42nd Annual General Meeting of the Company held on July 29, 2022 pursuant to Regulation 30 and 44 of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015 ('SEBI Listing Regulations').

This is further to our intimation dated 6 July 2022, we are pleased to inform you that the 42nd Annual General Meeting of the Members of Poonawalla Fincorp Limited (Formerly, Magma Fincorp Limited) (hereinafter referred as 'the Company') has been held on Friday, July 29, 2022 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 Listing Regulations 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 that started from Monday, 25 July 2022 at 9:00 A.M. (IST) and ended on Thursday, 28 July 2022 at 5:00 P.M. (IST) and also 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 3:15 P.M.

Poonawalla Fincorp Limited

(Formerly known as Magma Fincorp Limited)

CIN: L51504PN1978PLC209007

Registered Office: 601, 6th Floor, Zero One IT Park, Survey No. 79/1, Ghorpadi, Mundhwa Road, Pune - 411036

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

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

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

Thanking You,
Yours faithfully,
For Poonawalla Fincorp Limited
(Formerly, Magma Fincorp Limited)



Shabnum Zaman
Company Secretary
ACS-13918

**SUMMARY OF PROCEEDINGS OF 42nd 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 Circulars') and Securities and Exchange Board of India ('SEBI') in view of the continuing 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 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 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 Chief Financial Officer and Company Secretary 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 through video conference.

The Chairman then addressed the Members sharing his views on the prevailing global economic condition and its impact of the same onus. The Chairman further conveyed that the growth strategies of Poonawalla Fincorp are in line with the growth plans of the Government of India. The Chairman emphasized that the Company has fast-tracked the digital journey and has introduced tools for personal engagement with customers leveraging technology. The Chairman further emphasized Company's aspiration is to treble the assets size and expect to leapfrog from a relatively medium-sized presence in India's non-banking finance sector space to be among the largest in the country. The Chairman expressed gratitude to the shareholders and stakeholders for reposing trust and confidence and commended the new management team across verticals for their commitment towards successful transformation of the Company.

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 were kept open for the inspection by the Members during AGM. Link for inspection of documents was made available in the e-Voting website of NSDL i.e., www.evoting.nsdl.com. The Company Secretary further added that since the Meeting was held through Video Conferencing (VC) and in compliance with the MCA Circulars for holding AGM through VC, there was no requirement of proxies and hence no Register of Proxies was 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, 2022, did not have any qualifications or observations or comments or remarks having any adverse effect on the functioning of the Company. Hence, both Audit Reports were not read during the Meeting.

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 period began on Monday, 25 July 2022 at 9:00 A.M. (IST) and ended on Thursday, 28 July 2022 at 5:00 P.M. (IST). The Company Secretary further 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

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during the AGM and till 30 minutes post the conclusion of the AGM. 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.

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

Item No.	Details of Resolutions	Resolution Required
1	To consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31 March, 2022 together with 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 31 March, 2022 together with the Report of Auditors thereon	Ordinary Resolution
3	To declare Dividend on Equity Shares at the rate of Rs. 0.40/- (Forty Paise Only) per Equity Share of face value of INR 2/- (Rupees Two each) for the financial year ended 31 March, 2022	Ordinary Resolution

As the Chairman was interested in the Item no. 4 resolution; Mr. Abhay Bhutada, Managing Director took Resolution no. 4

Item No.	Details of Resolutions	Resolution Required
4	To appoint a director in place of Mr. Adar Cyrus Poonawalla (DIN: 00044815), who retires by rotation, at this Annual General Meeting and being eligible, offers himself for re-appointment.	Ordinary Resolution

Mr. Abhay Bhutada, Managing Director of the Company then addressed the shareholders of the Company by providing brief on Company's long-term Vision and Mission. He provided key highlights on the performance of the Company during the last year like achievement of long-term credit rating of AA+, Strong momentum & growth in the Disbursement, AUM and Profit growth, new product launches with focus on 'selected' and 'credit-tested' customers, and Direct, Digital and Partnership (DDP) distribution channel expansion, etc. Mr. Bhutada also provided brief on performance on Poonawalla Housing Finance Limited (PHFL), subsidiary of the Company.

Mr. Abhay Bhutada further shared the following highlights on the key performance of the Company and its housing finance subsidiary for the quarter ended 30 June 2022:

Key performance of Poonawalla Fincorp:

- PAT increased by 118.3% YoY to Rs. 141 Cr.
- AUM stands at 17,660 Cr up by 22% YoY.
- Disbursements increased 98% YoY to Rs. 3436 Crores.
- Cost of Borrowing reduced by 264 Bps YoY to 6.9%.
- NIMs grew 155 Basis points YoY to 9.5%.

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- In terms of asset quality GS3 reduced to 2.19%, down 319 Bps YoY while NS3 reduced to 0.95% down 176 Bps YoY.
- Capital Adequacy stood at 46.1%.
- Management overlay of Rs. 224 Cr on discontinued loan book.

Key performance of Housing Finance Subsidiary:

- PAT increased to Rs. 30 Cr, up by 248% YoY.
- AUM grew by 31% YoY to Rs. 5282 Cr.
- Disbursements increased to Rs. 535 Cr, up 115.8% YoY.
- GS3 & NS3 stood at 0.87% & 0.54% respectively down by 107 Bps and 71 Bps YoY respectively.

Mr. Abhay Bhutada further informed that with the high performance and benchmarks set across all business parameters during the last year, he is extremely confident that this momentum will lead the Company to scale new heights and bring in more profitability in the future. He further informed that the Company is committed towards its vision and will stride ahead to achieve the same by accepting new challenges and opportunities that will bring out the best in all of us at Poonawalla Fincorp Limited.

Thereafter, Mr. Abhay Bhutada expressed gratitude to all the shareholders and asked the Moderator to take ahead the proceedings.

The Members who had registered themselves as speakers were invited to ask or express their views. Some of the Members attending the Meeting through video conferencing means, commented / enquired on various matters, which were duly replied by the Chairman and the Managing Director 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 she declared the meeting closed.

Thanking You,
Yours faithfully,

For Poonawalla Fincorp Limited
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Shabnum Zaman
Company Secretary
ACS-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	Friday July 29, 2022
Total number of shareholders on record date*	195351
No. of Shareholders attended the meeting through VC/OAVM Promoters and Promoter Group : 1 Public :74	75

*Record Date implies cut-off date i.e. Friday, 22 July 2022.

Item No.1

Details of Agenda		To consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31st March 2022 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
		(1)	(2)	(3) = (2)/(1)* 100	Favour	Against	(6) = (4)/(2)* 100	(7) = (5)/(2)* 100
Promoter & Promoter Group	Remote e-Voting	470405352	470405352	100.000	470405352	0	100.0000	0.0000
	VC/OAVM		0	0.000	0	0		
	Sub Total	470405352	470405352	100.000	470405352	0	100.0000	0.0000
Public – Institutions	Remote e-Voting	99855364	83663649	83.785	83663649	0	100.0000	0.0000
	VC/OAVM		0	0.000	0	0		
	Sub Total	99855364	83663649	83.785	83663649	0	100.0000	0.0000
Public – Non-Institutions	Remote e-Voting	194789433	50216871	25.780	50213883	2988	99.9941	0.0059
	VC/OAVM		52479	0.027	52479	0		
	Sub Total	194789433	50269350	25.807	50266362	2988	99.9941	0.0059
Grand Total		765050149	604338351	78.993	604335363	2988	99.9995	0.0005

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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 31st March 2022 and the Reports 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	470405352	470405352	100.000	470405352	0	100.0000	0.0000
	VC/OAVM		0	0.000	0	0		
	Sub Total	470405352	470405352	100.000	470405352	0	100.0000	0.0000
Public – Institutions	Remote e-Voting	99855364	83663649	83.785	83663649	0	100.0000	0.0000
	VC/OAVM		0	0.000	0	0		
	Sub Total	99855364	83663649	83.785	83663649	0	100.0000	0.0000
Public – Non-Institutions	Remote e-Voting	194789433	50216712	25.780	50216494	218	99.9996	0.0004
	VC/OAVM		52479	0.027	52479	0		
	Sub Total	194789433	50269191	25.807	50268973	218	99.9996	0.0004
Grand Total		765050149	604338192	78.993	604337974	218	100.0000	0.0000

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Item No.3

Details of Agenda		To declare Dividend on Equity Shares at the rate of Rs. 0.40/- (Forty Paise Only) per Equity Share of face value of INR 2/- (Rupees Two each) for the financial year ended 31 March 2022.						
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
		(1)	(2)	(3) = (2)/(1)* 100	Favour	Against	(6) = (4)/(2)* 100	(7) = (5)/(2)* 100
Promoter & Promoter Group	Remote e-Voting	470405352	470405352	100.000	470405352	0	100.0000	0.0000
	VC/OAVM		0	0.000	0	0		
	Sub Total	470405352	470405352	100.000	470405352	0	100.0000	0.0000
Public – Institutions	Remote e-Voting	99855364	83715577	83.837	83715577	0	100.0000	0.0000
	VC/OAVM		0	0.000	0	0		
	Sub Total	99855364	83715577	83.837	83715577	0	100.0000	0.0000
Public – Non-Institutions	Remote e-Voting	194789433	50216686	25.780	50180217	36469	99.9275	0.0725
	VC/OAVM		52479	0.027	52479	0		
	Sub Total	194789433	50269165	25.807	50232696	36469	99.9275	0.0725
Grand Total		765050149	604390094	79.000	604353625	36469	99.9940	0.0060

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Item No.4

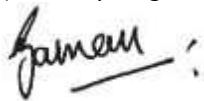
Details of Agenda		To appoint a director in place of Mr. Adar Cyrus Poonawalla (DIN: 00044815), who retires by rotation, at this Annual General Meeting and being eligible, offers himself for re-appointment.						
Resolution Required		Ordinary Resolution						
Whether Promoter / Promoter group are interested 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
		(1)	(2)	(3) = (2)/(1)* 100	Favour	Against	(6) = (4)/(2)* 100	(7) = (5)/(2)* 100
Promoter & Promoter Group	Remote e-Voting	470405352	470405352	100.000	470405352	0	100.0000	0.0000
	VC/OAVM		0	0.000	0	0		
	Sub Total	470405352	470405352	100.000	470405352	0	100.0000	0.0000
Public – Institutions	Remote e-Voting	99855364	83663649	83.785	83254912	408737	99.5115	0.4885
	VC/OAVM		0	0.000	0	0		
	Sub Total	99855364	83663649	83.785	83254912	408737	99.5115	0.4885
Public – Non-Institutions	Remote e-Voting	194789433	50216757	25.780	50211488	5269	99.9895	0.0105
	VC/OAVM		52479	0.027	52479	0		
	Sub Total	194789433	50269236	25.807	50263967	5269	99.9895	0.0105
Grand Total		765050149	604338237	78.993	603924231	414006	99.9315	0.0685

Kindly take the same on record.

Thanking You

Yours faithfully

For Poonawalla Fincorp Limited
(Formerly Magma Fincorp Limited)



Shabnum Zaman
Company Secretary
ACS: 13918

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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 Board of Directors
POONAWALLA FINCORP LIMITED
(Formerly known as MAGMA FINCORP LIMITED)
CIN – L51504PN1978PLC209007
601, 6th Floor, Zero One IT Park
Survey No.79/1,Ghorpadi, Mundhwa Road
Pune, 411036, Maharashtra.



Dear Sir,

Sub. : 42nd Annual General Meeting of the Members of Poonawalla Fincorp Limited (Formerly known as Magma Fincorp Limited) held on Friday, 29 July, 2022 at 2:00 p. m. IST through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM")

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 42nd Annual General Meeting (AGM) in a fair and transparent manner and ascertaining the results thereof in respect of Resolutions transacted at the AGM of the Members of Poonawalla Fincorp Limited (formerly Magma Fincorp Limited) held on Friday, the 29 July, 2022 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, No.02/2021, No.19/2021, No.21/2021 and No.02/2022, 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 Listing Regulations") read with Circular Nos.SEBI/HO/CFD/CMDI/CIR/P/2020/79,SEBI/HO/CFD/CMD2/CIR/P/P2021/11andSEBI/HO/DDHS/P/CIR/2022/0063 dated 12 May, 2020, 15 January, 2021 and 13 May, 2022 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 4 contained in the Notice dated 12 May, 2022 convening the AGM of the Company are responsibility of the Management of the Company. My responsibility as Scrutinizer is to ensure that

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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 Report, being this Report, of the total votes cast "in favour" and "against", on the Resolutions transacted at the 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 AGM dated 12 May, 2022 was sent through electronic means on 06 July, 2022 to those Members whose emails were registered with the Company's RTA for Equity Shares M/s. Niche Technologies Private Limited / Depositories as on 01 July, 2022.
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 scheduled for 29 July, 2022 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 **Monday, 25 July, 2022 at 9:00 A. M. IST and remained open till 5:00 P. M. IST on Thursday, 28 July, 2022.**
5. **The Members of the Company holding shares as on "Cut-off Date" i.e. Friday, 22 July, 2022** 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 4 as set out in Notice dated 12 May, 2022.
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 "Loksatta" (in Marathi language).
7. The Votes cast through e-voting at the AGM and through remote e-voting were unlocked after conclusion of the AGM at 4:00 P. M. on 29 July, 2022 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.



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8. 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 Friday, 22 July, 2022, and authentication, wherever required, lodged for the purpose.
9. 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 AGM held on 29 July, 2022 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	42 nd Annual General Meeting
Day, Date & Time	Friday, 29 July 2022 at 2:00 P. M.
Deemed Venue	Registered Office situated at 601, 6th Floor, Zero One IT Park, Survey No.79/1, Ghorpadi, Mundhwa Road, Pune, 411036, Maharashtra.
Mode	Video Conferencing ("VC") / Other Audio Visual Means ("OAVM")
Total number of Shareholders on Record Date*	195351
Number of Shareholders attended the meeting through Video Conferencing	61 + 14 (Speakers) = 75

*Record Date implies cut-off date i.e., Friday, 22 July 2022.

Resolution No.1—Ordinary Resolution

To consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31 March 2022 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	594	604282884	8	52479	602	604335363	99.9995
Dissent	9	2988	-	-	9	2988	0.0005
Total	603	604285872	8	52479	611	604338351	100.0000

Resolution No.2 —Ordinary Resolution

To consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended 31 March 2022 and the Report of Auditors thereon.



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

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	595	604285495	8	52479	603	604337974	100.0000
Dissent	8	218	-	-	8	218	0.0000
Total	603	604285713	8	52479	611	604338192	100.0000

Resolution No.3 –Ordinary Resolution

To declare Dividend on Equity Shares for the financial year ended 31 March 2022.

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	581	604301146	8	52479	589	604353625	99.9940
Dissent	21	36469	-	-	21	36469	0.0060
Total	602	604337615	8	52479	610	604390094	100.0000

Resolution No.4 –Ordinary Resolution

To appoint a director in place of Mr. Adar Poonawalla (DIN: 00044815), 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	578	603871752	8	52479	586	603924231	99.9315
Dissent	24	414006	-	-	24	414006	0.0685
Total	602	604285758	8	52479	610	604338237	100.0000

10. 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 2022 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	% of Votes against on
					Favour	Against		



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		(1)	(2)	(3) = (2)/(1)* 100	(4)	(5)	polled	votes polled
							(6) = (4)/(2)* 100	(7) = (5)/(2)* 100
Promoter & Promoter Group	Remote e-Voting	470405352	470405352	100.000	470405352	0	100.0000	0.0000
	VC/OAVM		0	0.000	0	0		
	Sub Total	470405352	470405352	100.000	470405352	0	100.0000	0.0000
Public – Institutions	Remote e-Voting	99855364	83663649	83.785	83663649	0	100.0000	0.0000
	VC/OAVM		0	0.000	0	0		
	Sub Total	99855364	83663649	83.785	83663649	0	100.0000	0.0000
Public – Non- Institutions	Remote e-Voting	194789433	50216871	25.780	50213883	2988	99.9941	0.0059
	VC/OAVM		52479	0.027	52479	0		
	Sub Total	194789433	50269350	25.807	50266362	2988	99.9941	0.0059
Grand Total		765050149	604338351	78.993	604335363	2988	99.9995	0.0005

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 2022 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	470405352	470405352	100.000	470405352	0	100.0000	0.0000
	VC/OAVM		0	0.000	0	0		
	Sub Total	470405352	470405352	100.000	470405352	0	100.0000	0.0000
Public – Institutions	Remote e-Voting	99855364	83663649	83.785	83663649	0	100.0000	0.0000
	VC/OAVM		0	0.000	0	0		



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PAN : ACWPB0146N

	Sub Total	99855364	83663649	83.785	83663649	0	100.0000	0.0000
Public – Non- Institutions	Remote e-Voting	194789433	50216712	25.780	50216494	218	99.9996	0.0004
	VC/OAVM		52479	0.027	52479	0		
	Sub Total	194789433	50269191	25.807	50268973	218	99.9996	0.0004
Grand Total		765050149	604338192	78.993	604337974	218	100.0000	0.0000

Item No.3

Details of Agenda				To declare Dividend on Equity Shares for the financial year ended 31 March 2022.				
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	470405352	470405352	100.000	470405352	0	100.0000	0.0000
	VC/OAVM		0	0.000	0	0		
	Sub Total	470405352	470405352	100.000	470405352	0	100.0000	0.0000
Public – Institutions	Remote e-Voting	99855364	83715577	83.837	83715577	0	100.0000	0.0000
	VC/OAVM		0	0.000	0	0		
	Sub Total	99855364	83715577	83.837	83715577	0	100.0000	0.0000
Public – Non- Institutions	Remote e-Voting	194789433	50216686	25.780	50180217	36469	99.9275	0.0725
	VC/OAVM		52479	0.027	52479	0		
	Sub Total	194789433	50269165	25.807	50232696	36469	99.9275	0.0725
Grand Total		765050149	604390094	79.000	604353625	36469	99.9940	0.0060

Item No.4

Details of Agenda		To appoint a director in place of Mr. Adar Poonawalla (DIN: 00044815), who retires by rotation, and being eligible, offers himself for re-appointment.	
Resolution Required		Ordinary Resolution	



GIRISH BHATIA, PRACTISING COMPANY SECRETARY

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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
		(1)	(2)	(3) = (2)/(1)* 100	Favour	Against	(6) = (4)/(2)* 100	(7) = (5)/(2)* 100
Promoter & Promoter Group	Remote e-Voting	470405352	470405352	100.000	470405352	0	100.0000	0.0000
	VC/OAVM		0	0.000	0	0		
	Sub Total	470405352	470405352	100.000	470405352	0	100.0000	0.0000
Public – Institutions	Remote e-Voting	99855364	83663649	83.785	83254912	408737	99.5115	0.4885
	VC/OAVM		0	0.000	0	0		
	Sub Total	99855364	83663649	83.785	83254912	408737	99.5115	0.4885
Public – Non-Institutions	Remote e-Voting	194789433	50216757	25.780	50211488	5269	99.9895	0.0105
	VC/OAVM		52479	0.027	52479	0		
	Sub Total	194789433	50269236	25.807	50263967	5269	99.9895	0.0105
Grand Total		765050149	604338237	78.993	603924231	414006	99.9315	0.0685

Based on the aforesaid results, the Resolution No(s).1 to 4 as contained in the Notice dated 12May,2022 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 Chairman considers, approves and signs the minutes of the Meeting.

Thanking You,



Place : Kolkata
Date:29/07/2022

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

GIRISH BHATIA
Company Secretary in Practice

Girish

(CS GIRISH BHATIA)
Practising Company Secretary
FCS : 3295 CP : 13792
UDIN – F003295D000710232

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

We the undersigned, have witnessed that the votes cast in respect of resolutions mentioned in the Notice of Annual General Meeting dated May 12,2022, of Poonawalla Fincorp Limited (Formerly Magma Fincorp Limited) [the Company] through e-Voting were unblocked by the scrutinizer Mr. Girish Bhatia, from NSDL's e-Voting website www.evoting.nsdl.com in our presence on July 29, 2022, at around 4.00 P.M. (IST) at 19-B, Alipore Road, Shubham Apartment, Flat No.5B, Kolkata – 700 027. We are not in employment of the Company.

Mr. Sumit Agarwal
Flat No.5A, Shubham Apartment
19-B, Alipore Road
Kolkata – 700 027.

Sumit Agarwal

Mrs. Vishakha Agarwal
Flat No.5A, Shubham Apartment
19-B, Alipore Road
Kolkata – 700 027.

Vishakha Agarwal



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

Countersigned By:
For Poonawalla Fincorp Limited
(Formerly, Magma Fincorp Limited)

ABHAY
SURESHKUMAR BHUTADA
AR BHUTADA

Digitally signed by
ABHAY SURESHKUMAR
BHUTADA
Date: 2022.07.30 00:08:11
+05'30'

Abhay Bhutada
Managing Director
(DIN: 03330542)