

Magma Fincorp Limited
Regd. Office
Magma House
24 Park Street, Kolkata 700 016
Tel : 91 33 4401 7350 / 7200
Fax : 91 33 4401 7313
CIN : L51504WB1978PLC031813
Web: www.magma.co.in



4 August 2017

The Secretary
Corporate Relationship Department
BSE Limited
25th Floor, P. J. Towers, Dalal Street, Fort,
Mumbai - 400 001

(Company Code - 524000)

The Manager
Listing Department
National Stock Exchange of India Limited
"Exchange Plaza"
Bandra-Kurla Complex, Bandra (E),
Mumbai - 400 051

(Symbol - MAGMA)

Sub.: Disclosure of Voting Result of 37th Annual General Meeting of the Company in terms of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir,

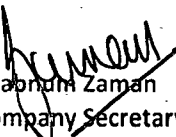
This is further to our letter dated 2 August 2017, please find enclosed herewith disclosure of Voting Result pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations').

The details of the voting results at the AGM are enclosed in the format prescribed of the Listing Regulations. The results are also being hosted on our Company's website www.magma.co.in at its weblink i.e. <https://magma.co.in/about-us/investor-relations/secretarialdocuments/download-secretarial-documents/> and on the website of NSDL.

A copy of the Scrutinizer's Report is also enclosed herewith for your information and record.

Thanking You,
Yours Faithfully,

For Magma Fincorp Limited


Shaheen Zaman
Company Secretary
ACS No. 13918

Encl: As above

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

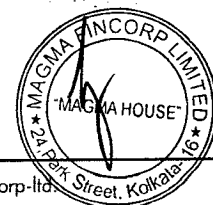
| Particulars | |
|--|---|
| Date of the AGM | Wednesday 02 nd August, 2017 |
| Total number of shareholders on record date* | 18,863 |
| No. of Shareholders present in meeting either in person or through proxy Promoters and Promoter Group : Public : | Promoters and Promoter Group : Nil Public :172 |
| No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group : Public : | Not Applicable |

*Record Date implies cut-off date i.e.26th July, 2017.

Item No. 1

| | |
|--|--|
| Details of Agenda | To consider and adopt – a. the Audited Standalone Financial Statements of the Company for the financial year ended 31 st March, 2017 and the Reports of the Board of Directors and Auditors thereon ; and b. the Audited Consolidated Financial Statements of the Company for the financial year ended 31 st March, 2017 and the Report of Auditors thereon. |
| Resolution Required | Ordinary Resolution |
| Whether Promoter/Promoter group are interested in the agenda or resolution ? | No |

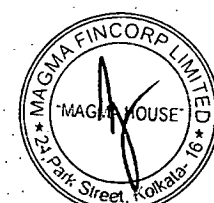
| Category | Mode of Voting | Number of shares held | Number of votes polled | % of Votes Polled on outstanding shares | Number of Votes | | % of Votes in favour on votes polled | % of Votes against on votes polled |
|--------------------------------|-----------------|-----------------------|------------------------|---|------------------|----------|--------------------------------------|------------------------------------|
| | | | | | Favour | Against | | |
| | | (1) | (2) | (3)=(2)/(1)* 100 | (4) | (5) | (6)= (4)/(2)* 100 | (7)= (5)/(2)* 100 |
| Promoter & Promoter Group | Remote E-Voting | 65752083 | 65752083 | 100.000 | 65752083 | - | 100.000 | - |
| | Ballot | | - | - | - | - | - | - |
| Public – Institutional Holders | Remote E-Voting | 118685098 | 111393425 | 93.856 | 111393425 | - | 100.000 | - |
| | Ballot | | - | - | - | - | - | - |
| Public-Non Institutions | Remote E-Voting | 52536491 | 1698387 | 3.233 | 1698382 | 5 | 100.000 | - |
| | Ballot | | 47055 | 0.090 | 47055 | - | 100.000 | - |
| Total | | 236973672 | 178890950 | 75.490 | 178890945 | 5 | 100.000 | - |



Item No. 2

| | |
|---|--|
| Details of Agenda | To declare Dividend on Equity and Preference Shares for the year ended 31st March, 2017. |
| 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 | 65752083 | 65752083 | 100.000 | 65752083 | - | 100.000 | - |
| | Ballot | | - | - | - | - | - | - |
| Public – Institutional Holders | Remote E-Voting | 118685098 | 111393425 | 93.856 | 111393425 | - | 100.000 | - |
| | Ballot | | - | - | - | - | - | - |
| Public-Non Institutions | Remote E-Voting | 52536491 | 1698542 | 3.233 | 1698542 | - | 100.000 | - |
| | Ballot | | 47055 | 0.090 | 47055 | - | 100.000 | - |
| Total | | 236973672 | 178891105 | 75.490 | 178891105 | - | 100.000 | - |



Item No. 3

| | |
|--|--|
| Details of Agenda | To appoint a Director in place of Mr. Sanjay Chamria (holding DIN: 00009894) who retires by rotation and, being eligible, offers himself for re-appointment. |
| Resolution Required | Ordinary Resolution |
| Whether Promoter/Promoter group are interested in the agenda or resolution ? | No other Promoter / Promoter Group is interested in the resolution except Mr. Sanjay Chamria. |

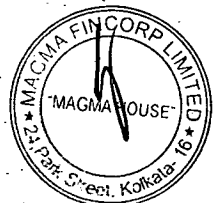
| Category | Mode of Voting | Number of shares held | Number of votes polled | % of Votes Polled on outstanding shares | Number of Votes | | % of Votes in favour on votes polled | % of Votes against on votes polled |
|--------------------------------|-----------------|-----------------------|------------------------|---|------------------|-----------|--------------------------------------|------------------------------------|
| | | | | | Favour | Against | | |
| | | (1) | (2) | (3)=(2)/(1)* 100 | (4) | (5) | (6)= (4)/(2)* 100 | (7)= (5)/(2)* 100 |
| Promoter & Promoter Group | Remote E-Voting | 65752083 | 65752083 | 100.000 | 65752083 | - | 100.000 | - |
| | Ballot | | - | - | - | - | - | - |
| Public – Institutional Holders | Remote E-Voting | 118685098 | 111393425 | 93.856 | 111393425 | - | 100.000 | - |
| | Ballot | | - | - | - | - | - | - |
| Public-Non Institutions | Remote E-Voting | 52536491 | 1698387 | 3.233 | 1698357 | 30 | 99.998 | 0.002 |
| | Ballot | | 47055 | 0.090 | 47055 | - | 100.000 | - |
| Total | | 236973672 | 178890950 | 75.490 | 178890920 | 30 | 100.000 | 0.002 |



Item No. 4

| | |
|---|--|
| Details of Agenda | To ratify the appointment of M/s. B S R & Co. LLP, Chartered Accountants having Registration No.101248W/W-100022 of Bangalore, as Statutory Auditors of the Company and to fix their remuneration on yearly basis. |
| Resolution Required | Ordinary Resolution |
| Whether Promoter/Promoter group are interested in the agenda or resolution ? | No |

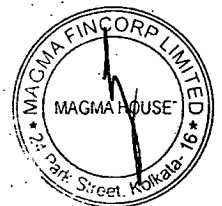
| Category | Mode of Voting | Number of shares held | Number of votes polled | % of Votes Polled on outstanding shares | Number of Votes | | % of Votes in favour on votes polled | % of Votes against on votes polled |
|--------------------------------|-----------------|-----------------------|------------------------|---|------------------|--------------|--------------------------------------|------------------------------------|
| | | | | | Favour | Against | | |
| | | (1) | (2) | (3)=(2)/(1)* 100 | (4) | (5) | (6)= (4)/(2)* 100 | (7)= (5)/(2)* 100 |
| Promoter & Promoter Group | Remote E-Voting | 65752083 | 65752083 | 100.000 | 65752083 | - | 100.000 | - |
| | Ballot | | - | - | - | - | - | - |
| Public – Institutional Holders | Remote E-Voting | 118685098 | 111393425 | 93.856 | 111373426 | 19999 | 99.982 | 0.018 |
| | Ballot | | - | - | - | - | - | - |
| Public-Non Institutions | Remote E-Voting | 52536491 | 1698387 | 3.233 | 1698307 | 80 | 99.995 | 0.005 |
| | Ballot | | 47055 | 0.090 | 47055 | - | 100.000 | - |
| Total | | 236973672 | 178890950 | 75.490 | 178870871 | 20079 | 99.989 | 0.011 |



Item No. 5

| | |
|--|--|
| Details of Agenda | To determine the fees to be charged from the shareholders of the Company for service of document through specified mode. |
| Resolution Required | Ordinary Resolution |
| Whether Promoter/Promoter group are interested in the agenda or resolution ? | No |

| Category | Mode of Voting | Number of s2507470 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 | 65752083 | 65752083 | 100.000 | 65752083 | - | 100.000 | - |
| | Ballot | | - | - | - | - | - | - |
| Public – Institutional Holders | Remote E-Voting | 118685098 | 111393425 | 93.856 | 108886147 | 2507278 | 97.749 | 2.251 |
| | Ballot | | - | - | - | - | - | - |
| Public-Non Institutions | Remote E-Voting | 52536491 | 1698387 | 3.233 | 1698195 | 192 | 99.989 | 0.011 |
| | Ballot | | 47055 | 0.090 | 47055 | - | 100.000 | - |
| Total | | 236973672 | 178890950 | 75.490 | 176383480 | 2507470 | 98.598 | 1.402 |



Item No. 6 :

| | |
|--|---|
| Details of Agenda | To approve the Scheme of Merger of Wholly Owned Subsidiary Company i.e. Magma Advisory Services Limited with the Company. |
| Resolution Required | Special Resolution |
| Whether Promoter/Promoter group are interested in the agenda or resolution ? | No |

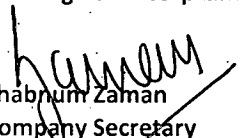
| Category | Mode of Voting | Number of shares held | Number of votes polled | % of Votes Polled on outstanding shares | Number of Votes | | % of Votes in favour on votes polled | % of Votes against on votes polled |
|--------------------------------|-----------------|-----------------------|------------------------|---|------------------|------------|--------------------------------------|------------------------------------|
| | | | | | Favour | Against | | |
| | | (1) | (2) | (3)=(2)/(1)* 100 | (4) | (5) | (6)= (4)/(2)* 100 | (7)= (5)/(2)* 100 |
| Promoter & Promoter Group | Remote E-Voting | 65752083 | 65752083 | 100.000 | 65752083 | - | 100.000 | - |
| | Ballot | | - | - | - | - | - | - |
| Public – Institutional Holders | Remote E-Voting | 118685098 | 111393425 | 93.856 | 111393425 | - | 100.000 | - |
| | Ballot | | - | - | - | - | - | - |
| Public-Non Institutions | Remote E-Voting | 52536491 | 1699042 | 3.234 | 1698787 | 255 | 99.985 | 0.015 |
| | Ballot | | 47055 | 0.090 | 47055 | - | 100.000 | - |
| Total | | 236973672 | 178891605 | 75.490 | 178891350 | 255 | 100.000 | - |

Kindly take the same on record.

Thanking You

Yours faithfully

For Magma Fincorp Limited


 Shabnum Zaman
 Company Secretary
 ACS No. 13918

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

(Voting through Remote e-voting and voting at the AGM venue through Poll Ballot)

[Pursuant to 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) Rules, 2016]

To,

The Chairman of the
37th Annual General Meeting of the
Members of **MAGMA FINCORP LIMITED**
CIN – L51504WB1978PLC031813
"Magma House", 24 Park Street
Kolkata – 700 016.

Dear Sir,

37th Annual General Meeting (AGM) of the Members of Magma Fincorp Limited held on Wednesday, the **02nd August, 2017** at Sitaram Seksaria Auditorium, Bharatiya Bhasha Parishad, 36A, Shakespeare Sarani, Kolkata – 700 017.

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 **Magma Fincorp Limited** ('the Company') for the purpose of scrutinizing the Remote e-voting process as well as voting conducted through poll ballot at the 37th Annual General Meeting (AGM) venue in a fair and transparent manner and ascertaining the results thereof in respect of Resolutions transacted at the 37th AGM of the Members of the Company held at Sitaram Seksaria Auditorium, Bharatiya Bhasha Parishad, 36A, Shakespeare Sarani, Kolkata – 700 017 on Wednesday, 02nd August, 2017 at 3:00 p.m. 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) Rules, 2016 and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

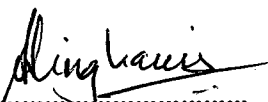
The Management of the Company is responsible to ensure the Compliance of the requirements of the Companies Act, 2013 and the Rules framed thereunder as also under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to voting through Remote e-voting process as well as voting conducted through poll ballot at the AGM venue for the Resolutions proposed in the Notice of AGM of the Members of the Company dated 20th June, 2017. My responsibility as a Scrutinizer is to ensure that the voting process, both through Remote e-voting and voting through Ballot at the AGM venue is 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 37th AGM based on the Report generated from Remote e-voting system provided by the National Securities Depository Limited (NSDL) and voting through Ballot means at the AGM venue.

I submit my report as under :

1. The Company has appointed NSDL as the agency providing Remote e-voting services to the Members of the Company to cast their votes through a secured mode on Resolutions to be transacted at the AGM.
2. 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 20 June 2017 that (a) the Company has provided the facility for Remote e-voting and the business of the said meeting ; (b) the facility of voting shall also be made available at the AGM venue through Ballot ; and (c) Members who have cast their vote by Remote e-voting prior to the AGM may also attend the meeting but shall not be entitled to cast their vote again.
3. The Remote e-voting period commenced on Sunday, 30th July, 2017 at 9:00 A. M. IST and remained open till 5:00 P. M. IST on Tuesday, 01st August, 2017.
4. The Members of the Company holding shares as on "Cut-off Date" i.e.26th July, 2017 were entitled to vote on the Resolutions proposed in the Notice calling AGM of the Members of the Company.
5. 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 11th July, 2017.
6. At the end of the voting period on Tuesday, 01st August, 2017 at 5:00 P. M. IST, the voting portal of the service provider was blocked forthwith.
7. Immediately after the conclusion of the voting through Ballot at the venue of the AGM on Wednesday, 02nd August, 2017, the votes cast at the venue were counted, thereafter the votes cast through Remote e-voting were unblocked in the presence of 2 (two) witnesses – Mr. Siddhartha Singhania of 'Ashirbad Apartment', Flat No.9A, BC-82, Kamal Park, Kestopur, Near Ghosh Sweet, Kolkata – 700 101 and Mr. Saroj Murarka of 124, Bangur Avenue, Block – C, 2nd Floor, Kolkata – 700 055. They have signed below in confirmation of the votes being unblocked in their presence.


.....
Siddhartha Singhania


.....
Saroj Murarka



8. At the AGM of the Members of the Company held on Wednesday, 02nd August, 2017, the Chairman at the end of discussions on the Resolution(s) announced the voting through Ballot to facilitate the Members present at the meeting who could not participate in the Remote e-voting to record their votes.
9. The votes cast were diligently scrutinized and authenticated based on the records maintained by the Company and Niche Technologies Private Limited (RTA) with respect to number of shares held on 26th July, 2017 and authentication, wherever required, lodged for the purpose.

Summary of total votes casted (aggregate of Remote e-voting and voting through Ballot) is as follows:

| Particulars | |
|--|--|
| Date of the AGM | Wednesday 02 nd August, 2017 |
| Total number of shareholders on Record Date* | 18,863 |
| No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group : Public : | Not Applicable |

*Record Date implies cut-off date i.e.26th July, 2017.

Resolution No.1

To consider and adopt:

- a. the Audited Standalone Financial Statements of the Company for the financial year ended 31 March 2017 and the Reports of the Board of Directors and Auditors thereon ; and
- b. the Audited Consolidated Financial Statements of the Company for the financial year ended 31 March 2017 and the Report of Auditors thereon.

| Particulars | No. of votes contained in - | | | | | | Percentage (%) |
|-------------------|-----------------------------|-----------|--------|-------|-------|-----------|----------------|
| | Remote E-Voting | | Ballot | | Total | | |
| | No. | Votes | No. | Votes | No. | Votes | |
| Assent | 56 | 178843890 | 16 | 47055 | 72 | 178890945 | 100.000 |
| Dissent | 1 | 5 | - | - | 1 | 5 | - |
| Total | 57 | 178843895 | 16 | 47055 | 73 | 178890950 | 100.000 |
| Abstain / Invalid | - | - | 9 | 42 | 9 | 42 | |



Resolution No.2

To declare dividend on Equity and Preference Shares for the year ended 31st March 2017.

| Particulars | No. of votes contained in - | | | | | | Percentage (%) |
|-------------------|-----------------------------|------------------|-----------|--------------|-----------|------------------|----------------|
| | Remote E-Voting | | Ballot | | Total | | |
| | No. | Votes | No. | Votes | No. | Votes | |
| Assent | 58 | 178844050 | 16 | 47055 | 74 | 178891105 | 100.000 |
| Dissent | - | - | - | - | - | - | - |
| Total | 58 | 178844050 | 16 | 47055 | 74 | 178891105 | 100.000 |
| Abstain / Invalid | - | - | 9 | 42 | 9 | 42 | |

Resolution No.3

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

| Particulars | No. of votes contained in - | | | | | | Percentage (%) |
|-------------------|-----------------------------|------------------|-----------|--------------|-----------|------------------|----------------|
| | Remote E-Voting | | Ballot | | Total | | |
| | No. | Votes | No. | Votes | No. | Votes | |
| Assent | 55 | 178843865 | 16 | 47055 | 71 | 178890920 | 100.000 |
| Dissent | 2 | 30 | - | - | 2 | 30 | - |
| Total | 57 | 178843895 | 16 | 47055 | 73 | 178890950 | 100.000 |
| Abstain / Invalid | - | - | 9 | 42 | 9 | 42 | |

Resolution No.4

To ratify the appointment of M/s. B S R & Co. LLP, Chartered Accountants having Registration No.101248W/W-100022 of Bangalore, as Statutory Auditors of the Company and to fix their remuneration on yearly basis.

| Particulars | No. of votes contained in - | | | | | | Percentage (%) |
|-------------------|-----------------------------|------------------|-----------|--------------|-----------|------------------|----------------|
| | Remote E-Voting | | Ballot | | Total | | |
| | No. | Votes | No. | Votes | No. | Votes | |
| Assent | 52 | 178823816 | 16 | 47055 | 68 | 178870871 | 99.989 |
| Dissent | 5 | 20079 | - | - | 5 | 20079 | 0.011 |
| Total | 57 | 178843895 | 16 | 47055 | 73 | 178890950 | 100.000 |
| Abstain / Invalid | - | - | 9 | 42 | 9 | 42 | |



Resolution No.5

To determine the fees to be charged from the shareholders of the Company for service of document through specified mode.

| Particulars | No. of votes contained in - | | | | | | Percentage (%) |
|-------------------|-----------------------------|------------------|-----------|--------------|-----------|------------------|----------------|
| | Remote E-Voting | | Ballot | | Total | | |
| | No. | Votes | No. | Votes | No. | Votes | |
| Assent | 47 | 176336425 | 16 | 47055 | 63 | 176383480 | 98.598 |
| Dissent | 10 | 2507470 | - | - | 10 | 2507470 | 1.402 |
| Total | 57 | 178843895 | 16 | 47055 | 73 | 178890950 | 100.000 |
| Abstain / Invalid | - | - | 9 | 42 | 9 | 42 | |

Resolution No.6

To approve the Scheme of Merger of Wholly Owned Subsidiary Company i.e. Magma Advisory Services Limited with the Company.

| Particulars | No. of votes contained in - | | | | | | Percentage (%) |
|-------------------|-----------------------------|------------------|-----------|--------------|-----------|------------------|----------------|
| | Remote E-Voting | | Ballot | | Total | | |
| | No. | Votes | No. | Votes | No. | Votes | |
| Assent | 56 | 178844295 | 16 | 47055 | 72 | 178891350 | 100.000 |
| Dissent | 3 | 255 | - | - | 3 | 255 | - |
| Total | 59 | 178844550 | 16 | 47055 | 75 | 178891605 | 100.000 |
| Abstain / Invalid | - | - | 9 | 42 | 9 | 42 | |

10. Submit herewith my consolidated Scrutinizer's Report on the results of voting through Remote e-voting and voting through Poll Ballot at the AGM as under :

Item No.1

| | |
|--|--|
| Details of Agenda | To consider and adopt – a. the Audited Standalone Financial Statements of the Company for the financial year ended 31 st March, 2017 and the Reports of the Board of Directors and Auditors thereon ; and b. the Audited Consolidated Financial Statements of the Company for the financial year ended 31 st March, 2017 and the Report of Auditors thereon. |
| Resolution Required | Ordinary Resolution |
| Whether Promoter / Promoter group are interested in the agenda or resolution ? | No |

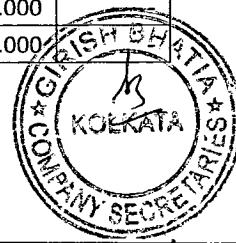


| Category | Mode of Voting | Number of shares held | Number of votes polled | % of Votes Polled on outstanding shares | Number of Votes | | % of Votes in favour on votes polled | % of Votes against on votes polled |
|--------------------------------|-----------------|-----------------------|------------------------|---|-----------------|---------|--------------------------------------|------------------------------------|
| | | | | | Favour | Against | | |
| | | (1) | (2) | $(3)=(2)/(1)*100$ | (4) | (5) | $(6)=(4)/(2)*100$ | $(7)=(5)/(2)*100$ |
| Promoter & Promoter Group | Remote E-Voting | 65752083 | 65752083 | 100.000 | 65752083 | - | 100.000 | - |
| | Ballot | | - | - | - | - | - | - |
| Public – Institutional Holders | Remote E-Voting | 118685098 | 111393425 | 93.856 | 111393425 | - | 100.000 | - |
| | Ballot | | - | - | - | - | - | - |
| Public-Non Institutions | Remote E-Voting | 52536491 | 1698387 | 3.233 | 1698382 | 5 | 100.000 | - |
| | Ballot | | 47055 | 0.090 | 47055 | - | 100.000 | - |
| Total | | 236973672 | 178890950 | 75.490 | 178890945 | 5 | 100.000 | - |

Item No.2

| | |
|--|--|
| Details of Agenda | To declare Dividend on Equity and Preference Shares for the year ended 31 st March, 2017. |
| 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 | 65752083 | 65752083 | 100.000 | 65752083 | - | 100.000 | - |
| | Ballot | | - | - | - | - | - | - |
| Public – Institutional Holders | Remote E-Voting | 118685098 | 111393425 | 93.856 | 111393425 | - | 100.000 | - |
| | Ballot | | - | - | - | - | - | - |
| Public-Non Institutions | Remote E-Voting | 52536491 | 1698542 | 3.233 | 1698542 | - | 100.000 | - |
| | Ballot | | 47055 | 0.090 | 47055 | - | 100.000 | - |
| Total | | 236973672 | 178891105 | 75.490 | 178891105 | - | 100.000 | - |



Item No.3

| | |
|--|--|
| Details of Agenda | To appoint a Director in place of Mr. Sanjay Chamria (holding DIN: 00009894) who retires by rotation and, being eligible, offers himself for re-appointment. |
| Resolution Required | Ordinary Resolution |
| Whether Promoter / Promoter group are interested in the agenda or resolution ? | No other Promoter / Promoter Group is interested in the resolution except Mr. Sanjay Chamria. |

| 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 | 65752083 | 65752083 | 100.000 | 65752083 | - | 100.000 | - |
| | Ballot | | - | - | - | - | - | - |
| Public – Institutional Holders | Remote E-Voting | 118685098 | 111393425 | 93.856 | 111393425 | - | 100.000 | - |
| | Ballot | | - | - | - | - | - | - |
| Public-Non Institutions | Remote E-Voting | 52536491 | 1698387 | 3.233 | 1698357 | 30 | 99.998 | 0.002 |
| | Ballot | | 47055 | 0.090 | 47055 | - | 100.000 | - |
| Total | | 236973672 | 178890950 | 75.490 | 178890920 | 30 | 100.000 | 0.002 |

Item No.4

| | |
|--|--|
| Details of Agenda | To ratify the appointment of M/s. B S R & Co. LLP, Chartered Accountants having Registration No.101248W/W-100022 of Bangalore, as Statutory Auditors of the Company and to fix their remuneration on yearly basis. |
| 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 | 65752083 | 65752083 | 100.000 | 65752083 | - | 100.000 | - |
| | Ballot | | - | - | - | - | - | - |
| Public – Institutional Holders | Remote E-Voting | 118685098 | 111393425 | 93.856 | 111373426 | 19999 | 99.982 | 0.018 |
| | Ballot | | - | - | - | - | - | - |
| Public-Non Institutions | Remote E-Voting | 52536491 | 1698387 | 3.233 | 1698307 | 80 | 99.995 | 0.005 |
| | Ballot | | 47055 | 0.090 | 47055 | - | 100.000 | - |
| Total | | 236973672 | 178890950 | 75.490 | 178870871 | 20079 | 99.989 | 0.011 |

Item No.5

| | |
|--|--|
| Details of Agenda | To determine the fees to be charged from the shareholders of the Company for service of document through specified mode. |
| Resolution Required | Ordinary Resolution |
| Whether Promoter / Promoter group are interested in the agenda or resolution ? | No |

| Category | Mode of Voting | Number of s2507470 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 | 65752083 | 65752083 | 100.000 | 65752083 | - | 100.000 | - |
| | Ballot | | - | - | - | - | - | - |
| Public – Institutional Holders | Remote E-Voting | 118685098 | 111393425 | 93.856 | 108886147 | 2507278 | 97.749 | 2.251 |
| | Ballot | | - | - | - | - | - | - |
| Public-Non Institutions | Remote E-Voting | 52536491 | 1698387 | 3.233 | 1698195 | 192 | 99.989 | 0.011 |
| | Ballot | | 47055 | 0.090 | 47055 | - | 100.000 | - |
| Total | | 236973672 | 178890950 | 75.490 | 176383480 | 2507470 | 98.598 | |



Item No.6

| | |
|--|---|
| Details of Agenda | To approve the Scheme of Merger of Wholly Owned Subsidiary Company i.e. Magma Advisory Services Limited with the Company. |
| Resolution Required | Special Resolution |
| Whether Promoter / Promoter group are interested in the agenda or resolution ? | No |

| Category | Mode of Voting | Number of shares held | Number of votes polled | % of Votes Polled on outstanding shares | Number of Votes | | % of Votes in favour on votes polled | % of Votes against on votes polled |
|--------------------------------|-----------------|-----------------------|------------------------|---|-----------------|---------|--------------------------------------|------------------------------------|
| | | | | | Favour | Against | | |
| | | (1) | (2) | (3)=(2)/(1)* 100 | (4) | (5) | (6)= (4)/(2) * 100 | (7)= (5)/(2) * 100 |
| Promoter & Promoter Group | Remote E-Voting | 65752083 | 65752083 | 100.000 | 65752083 | - | 100.000 | - |
| | Ballot | | - | - | - | - | - | - |
| Public – Institutional Holders | Remote E-Voting | 118685098 | 111393425 | 93.856 | 111393425 | - | 100.000 | - |
| | Ballot | | - | - | - | - | - | - |
| Public-Non Institutions | Remote E-Voting | 52536491 | 1699042 | 3.234 | 1698787 | 255 | 99.985 | 0.015 |
| | Ballot | | 47055 | 0.090 | 47055 | - | 100.000 | - |
| Total | | 236973672 | 178891605 | 75.490 | 178891350 | 255 | 100.000 | - |

Based on the aforesaid results, the Resolution No(s). 1 to 6 as contained in the Notice dated 20th June, 2017 have been passed with the requisite majority.

All the relevant records relating to the voting through Ballot are under my safe custody and will be handed over to the Chairman or Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the Meeting.

Thanking You,

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

Place : Kolkata

Date : 03/08/2017.

COUNTERSIGNED BY:
For MAGMA FINCORP LIMITED

Lu Poddar
Director