Magma Fincorp Limited

 Regd. Office

 Magma House

 24 Park Street, Kolkata 700 016

 Tel : 91 33 4401 7350 / 7200

 Fax : 91 33 4401 7313

 ClN : L51504WB1978PLC031813

 Web : www.magma.co.in



3 August 2018

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

The Manager Listing Department **National Stock Exchange of India Limited** "Exchange Plaza" Bandra-Kurla Complex, Bandra (E), <u>Mumbai – 400 051</u> (Company Code - 524000)

(Symbol – MAGMA)

Sub.: Disclosure of Voting Result of 38th 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 2018, 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. <u>https://magma.co.in/about-us/investor-relations/secretarialdocuments/download-secretarial-documents/_</u>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

Encl: As above

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

Particulars	201
Date of the AGM	Thursday
	02 nd August, 2018
Total number of shareholders on record date*	19,149
No. of Shareholders present in meeting either in person or through proxy	
Promoters and Promoter Group :	Promoters and Promoter Group : Nil
Public :	Public :162
No. of Shareholders attended the meeting through Video Conferencing	Not Applicable
Promoters and Promoter Group :	
Public :	

*Record Date implies cut-off date i.e.26th July, 2018.

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 March 2018 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 2018 and the Report of Auditors thereon.
Resolution Required	Ordinary Resolution
Whether Promoter / Promoter group are interested in the agenda or resolution ?	No

гт					Number of	Votes	% of	% of
Category	Mode of Voting	% of VotesNumber ofNumber ofShares heldvotes polledoutstandingshares		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	65752083	65572003	99.726	65572003	0	100.000	0.000
Group	Poll Ballot		0	0.000	0	0	0.000	0.000
Public – Institutional	Remote E- Voting	171530298	142538913	83.098	142538913	0	100.000	0.000
Holders	Poll Ballot		0	0.000	0	0	0.000	0.000
Public-Non	Remote E- Voting	32004355	7423440	23.195	7423435	5	100.000	0.000
Institutions	Institutions Poll Ballot		44	0.000	42	2	95.455	4.545
Total		269286736	215534400	80.039	215534393	7	100.000	0.000

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Item No.2

Details of Agenda					To declare Dividend on Equity Shares for the year ended 31 March 2018.						
Resolution Required Whether Promoter / Promoter group are interested in				Ordinary Resolution No							
the agenda or re	solution ?			<u> </u>		Number of	Votes	% of	% of		
Category	Mode of Voting	Number of shares held					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	Rémote E- Voting	65752083	655	572003	99.726	65572003	0	100.000	0.00		
Group	Poll Ballot			0	0.000	0	0	0.000	0.00		
Public – Institutional	Remote E- Voting	171530298	1425	598166	83.133	142598166	0	100.000	0.00		
Holders	Poll Ballot			0	0.000	0	0	0.000	0.00		
Public-Non	Remote E- Voting	32004355	74	423440	23.195	7423235	205	99.997	0.00		
Institutions	Poll Ballot			44	0.000	42	2	95.455	4.54		
Total		269286736	215	593653	80.061	215593446	207	100.000	0.00		

<u>Item No.3</u>

<u>em No.3</u> Details of Agenda Resolution Requi			To appoint a Director in place of Mr. Mayank Poddar (holding DIN: 00009409) who retires by rotation and, being eligible, offers himself for re-appointment. Ordinary Resolution						
Whether Promo interested in the	ter / Promote	er group are	No other Promote Poddar.	r / Promoter Grou	p is interested in	the resolutio	n except Mr	Mayank	
Interested in the	dgendu bi tere				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 & Promoter	Remote E- Voting	65752083	65572003	99.9726	65572003	0	100.000	0.000	
Group	Poll Ballot		0	0.000	0	0	0.000	0.00	
Public – Institutional	Remote E- Voting	17153029	142598166	83.133	142598166	0	100.000	0.00	
Holders	Poll Ballot		0	0.000	0	0	0.000	0.00	
Public-Non	Remote E- Voting	3200435	5 7422513	23.192	7422238	275	99.996	0.00	
Institutions	Poll Ballot	1	44	0.000	42	2	95.455	4.54	
Total		26928673	6 215592726	80.061	215592449	277	100.000	0.00	

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Item No.4

Details of Agenda	To appoint Ms. Madhumita Dutta-Sen (holding DIN : 07885010) as Non-Executive Director of the Company.
Resolution Required	Ordinary Resolution
Whether Promoter / Promoter group are interested in the agenda or resolution ?	No

				0/ afilatas	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 polied
		(1)	(2)	(3)=(2)/(1)* 100	(4)	(5)	(6)= (4)/(2)* 100	(7)= (5)/(2)* 100
Promoter & Promoter	Remote E- Voting	65752083	65572003	99.726	65572003	0	100.000	0.000
Group	Poll Ballot		0	0.000	0	0	0.000	0.000
Public – Institutional	Remote E- Voting	171530298	142598166	83.133	142598166	0	100.000	0.000
Holders	Poll Ballot		0	0.000	0	0	0.000	0.000
Public-Non	Remote E- Voting	32004355	7422513	23.192	7422438	75	99.999	0.001
Institutions	Poll Ballot		44	0.000	42	2	95.455	4.545
Total		269286736	215592726	80.061	215592649	77	100.000	0.000

Item No.5

Details of Agenda	To amend the Articles of Association of the Company.
Resolution Required	Special Resolution
Whether Promoter / Promoter group are interested in the	No
agenda or resolution ?	

						% of Votes	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 & Promoter	Remote E- Voting	65752083	65572003	99.726	65572003	0	10 0.000	0.000		
Group	Poll Ballot		0	0.000	0	0	0	0.000		
Public – Institutional	Remote E- Voting	171530298	142598166	83.133	. 142598166	0	100.000	0.000		
Holders	Poll Ballot		0	0.000	0	0	0	0.000		
Public-Non	Remote E- Voting	32004355	7423440	23.195	7111414	312026	95.797	4.203		
Institutions	Poll Ballot	1	44	0.0 0 0	42	2	9 5. 45 5	4.545		
Total		269286736	215593653	80.061	215281625	312028	99.855	0.145		

Kindly take the same on record.

Thanking You

Yours faithfully

For Magma Fincorp Limited

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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) Amendment Rules, 2016]

Τo,

The Chairman of the 38th Annual General Meeting of the Members of **MAGMA FINCORP LIMITED** <u>CIN – L51504WB1978PLC031813</u> <u>"Magma House", 24 Park Street</u> <u>Kolkata – 700 016.</u>

Dear Sir,

<u>38th Annual General Meeting (AGM) of the Members of Magma Fincorp Limited</u> held on Thursday, the **02nd August, 2018** at Kala Kunj Auditorium, 48, Shakespeare Sarani, Kolkata – 700 017, West Bengal.

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 38th Annual General Meeting (AGM) venue in a fair and transparent manner and ascertaining the results thereof in respect of Resolutions transacted at the 38th AGM of the Members of the Company held at Kala Kunj Auditorium, 48, Shakespeare Sarani, Kolkata – 700 017, West Bengal on Thursday, 02nd August, 2018 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) Amendment Rules, 2015 and as amended by the Companies (Management and Administration) Amendment 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 15 June 2018. 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 38th 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 15 June 2018 that (a) the Company has provided the facility for Remote e-voting to transact the business at 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 Monday, 30 July 2018 at 9:00 A. M. IST and remained open till 5:00 P. M. IST on Wednesday, 01 August 2018.
- 4. The Members of the Company holding shares as on "Cut-off Date" i.e.Thursday, 26 July 2018 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, 2018.
- 6. At the end of the voting period on Wednesday, **01** August **2018** 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 Thursday, 02 August 2018, the votes cast at the venue were counted, thereafter the votes cast through Remote e-voting were unblocked in the presence of 2 (two) witnessess Mr. Saroj Kumar Murarka of 124, Bangur Avenue, Block–C, 2nd Floor, Kolkata 700 055 and Mr. Deepak Kumar Sharma of Hanskalipool, Shantinagar Sarani, Near Indira Gandhi Statue, Howrah 711 109. They have signed below in confirmation of the votes being unblocked in their presence.

Saroj Kumar Murarka

Deepak Kumar Sharma



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- 8. At the AGM of the Members of the Company held on Thursday, 02 August 2018, 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 Thursday, 26 July 2018 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	Thursday							
	02 August 2018							
Total number of shareholders on Record Date*	19,149							
No. of Shareholders attended the meeting through Video Conferencing	Not Applicable							
Promoters and Promoter Group :								
Public :								

*Record Date implies cut-off date i.e. Thursday, 26 July, 2018.

Resolution No.1

To consider and adopt:

- a. the Audited Standalone Financial Statements of the Company for the financial year ended 31 March 2018 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 2018 and the Report of Auditors thereon.

		Deveentege						
Particulars	Remote E-Voting		Poll Ballot			Total	Percentage	
	No.	Votes	No.	Votes	No.	Votes	(%)	
Assent	107	215534351	3	42	110	215534393	100.000	
Dissent	1	5	1	2	2	7	0.000	
Total	108	215534356	4	44	112	215534400	100.000	
Abstain / Invalid	-	-	-	-	-	-	_	



Resolution No.2

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To declare dividend on Equity Shares for the year ended 31 March 2018.

		No. of votes contained in -								
Particulars	Remote E-Voting		Poll Ballot			Total	Percentage (%)			
	No.	Votes	No.	Votes	No.	Votes	(70)			
Assent	107	215593404	3	42	110	215593446	100.000			
Dissent	2	205	1	2	3	207	0.000			
Total	109	215593609	4	44	113	215593653	100.000			
Abstain / Invalid	-	-	-	-	-	-	-			

Resolution No.3

To appoint a Director in place of Mr. Mayank Poddar (holding DIN: 00009409) who retires by rotation and, being eligible, offers himself for re-appointment.

		Dercontago						
Particulars	Remote E-Voting		Poll Ballot			Total	Percentage (%)	
·	No.	Votes	No.	Votes	No.	Votes	(70)	
Assent	104	215592407	3	42	107	215592449	100.000	
Dissent	4	275	1	2	5	277	0.000	
Total	108	215592682	4	44	112	215592726	100.000	
Abstain / Invalid	-	-	-	-	-	-	-	

Resolution No.4

To appoint Ms. Madhumita Dutta-Sen (holding DIN : 07885010) as Non-Executive Director of the Company.

Particulars		No. of votes contained in -							
	Remote E-Voting		Poll Ballot			Total	Percentage		
	No.	Votes	No.	Votes	No.	Votes	(%)		
Assent	105	215592607	3	42	108	215592649	100.000		
Dissent	3	75	1	2	4	77	0.000		
Total	otal 108		4	44	112	215592726	100.000		
Abstain / Invalid	-	-	-	-	-	-	-		

Resolution No.5

To amend the Articles of Association of the Company.

Particulars		No. of votes contained in -							
	Remote E-Voting		Poll Ballot			Total	Percentage		
	No.	Votes	No.	Votes	No.	Votes	(%)		
Assent	104	215281583	3	42	107	215281625	99.855		
Dissent	5	312026	1	2	6	312028	0.145		
Total	109	215593609	4	44	113	215593653	100.000		
Abstain / Invalid			-	-	-	-	-		



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

<u>Item No.1</u>

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Details of Agenda	To consider and adopt –
	a. the Audited Standalone Financial Statements of the Company for the financial year ended 31 March 2018 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 2018 and the Report of Auditors thereon.
Resolution Required	Ordinary Resolution
Whether Promoter / Promoter group are interested in the agenda or resolution ?	No ·

					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
Promoter & Promoter	Remote E-Voting	65752083	65572003	99.726	65572003	0	100.000	0.000
Group	Poll Ballot		0	0.000	0	0	0.000	0.000
Public – Institutional	Remote E-Voting	171530298	142538913	83.098	142538913	0	100.000	0.000
Holders	Poll Ballot		0	0.000	0	0	0.000	0.000
Public-Non	Remote E-Voting	32004355	7423440	23.195	7423435	5	100.000	0.000
Institutions	Poll Ballot	1	44	0.000	42	2	95.455	4.545
Total		269286736	215534400	80.039	215534393	7	100.000	0.000

Item No.2

Details of Agenda	To declare Dividend on Equity Shares for the year ended
Resolution Required	31 March 2018. Ordinary Resolution
Whether Promoter / Promoter group are	
interested in the agenda or resolution ?	



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

					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
Promoter & Promoter	Remote E-Voting	65752083	65572003	99.726 ⁻	65572003	0	100.000	0.000
Group	Poll Ballot		0	0.000	0	0	0.000	0.000
Public – Institutional	Remote E-Voting	171530298	142598166	83.133	142598166	0	100.000	0.000
Holders	Poll Ballot		0	0.000	0	0	0.000	0.000
Public-Non	Remote E-Voting	32004355	7423440	23.195	7423235	205	99.997	0.003
Institutions	Poll Ballot	-	44	0.000	42	2	95.455	4.545
Total		269286736	215593653	80.061	215593446	207	100.000	0.000

<u>Item No.3</u>

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Details of Ag Resolution R Whether Pt	equired	Promoter	To appoint a DIN: 0000940 himself for re Ordinary Resc No other Pr	9) who retire -appointment plution omoter / P	s by rotation t. romoter Gro	and, bein	g eligible	, offers
group are	interested	in the	resolution exc	cept Mr. May	ank Poddar.			
agenda or re	esolution ?				Number o	Votes	% of	
Category	Mode of Voting	Number of shares held	f Number of Polled on fa					% of 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	65752083	65572003	99.9726	65572003	0	100.000	0.000
Group	Poll Ballot		0	0.000	0	0	0.000	0.000
Public – Institutional	Remote E-Voting	171530298	142598166	83.133	142598166	0	100.000	0.000
Holders	Poll Ballot		0	0.000	0	0	0.000	0.000
Public-Non	Remote E-Voting	32004355	7422513	23.192	7422238	275	99.996	0.004
Institutions	Poll Ballot		44	0.000	42	2	95.455	4.545
Total		269286736	215592726	80.061	215592449	277	100.000	0.000



Item No.4

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Details of Agenda	To appoint Ms. Madhumita Dutta-Sen (holding DIN : 07885010) as Non-Executive Director of the Company.
Resolution Required	Ordinary Resolution
Whether Promoter / Promoter group are	No
interested in the 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
Promoter & Promoter	Remote E-Voting	65752083	65572003	99.726	65572003	0	100.000	0.000
Group	Poll Ballot		0	0.000	0	0	0.000	0.000
Public – Institutional	Remote E-Voting	171530298	142598166	83.133	142598166	0	100.000	0.000
Holders	Poll Ballot		0	0.000	0	0	0.000	0.000
Public-Non	Remote E-Voting	32004355	7422513	23.192	7422438	75	99.999	0.001
Institutions	Poll Ballot		44	0.000	42	2	95.455	4.545
Total		269286736	215592726	80.061	215592649	77	100.000	0.000

<u>Item No.5</u>

Details of Agenda	To amend the Articles of Association of the Company.
Resolution Required	Special Resolution
Whether Promoter / Promoter group are	No
interested in the agenda or resolution ?	

		-			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	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	65752083	65572003	99.726	65572003	0	100.000	0.000
Group	Poll Ballot		0	0.000	0	0	0	0.000



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

Public – Institutional	Remote E-Voting	171530298	142598166	83.133	142598166	0	100.000	0.000
Holders	Poll Ballot		0	0.000	0	0	0	0.000
Public-Non Institutions	Remote E-Voting	32004355	7423440	23.195	7111414	312026	95.797	4.203
	Poll Ballot		44	0.000 ·	42	2	95.455	4.545
Total		269286736	215593653	80.061	215281625	312028	99.855	0.145

Based on the aforesaid results, the Resolution No(s). 1 to 5 as contained in the Notice dated 15 June 2018 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,

Place : Kolkata Date : 03/08/218

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

COUNTERSIGNED

BY

MAGMA FINCORP