

FINCARE BUSINESS SERVICES LIMITED

CIN No.: U74900KA2014PLC075614

Regd. Off: 79/7, 3rd Floor, K. No. 1202, Bellandur, Varthur Hobli, Bengaluru, Karnataka – 560102

Corporate Office: Ground Floor, Bren Mercury, Kaikondanahalli, Sarjapur Main Road, Bengaluru 560035

Email Id: compsecfbsl@fincare.com, **Website:** www.fincare.com, **Phone No.:** +91-80 42504444

NOTICE TO THE MEMBERS

DECLARATION OF RESULTS OF POSTAL BALLOT

Pursuant to provisions of Section 110 of the Companies Act, 2013 and the rules made thereunder vide Companies (Management and Administration) Rules, 2014, consent of the Members of the Company was sought by way of Special Resolution through Postal Ballot as set out in the Notice dated December 21, 2021.

The postal ballot notice containing the following draft resolutions, explanatory statement, postal ballot forms, and self-addressed business reply envelope (as applicable) were sent to all the Members of the Company as on December 17, 2021 (cut-off date) and the last date of receipt of signed and completed Postal Ballot Form, either through post by the Members of the Company in postage prepaid self-addressed envelope or by means of post was Wednesday, January 19, 2022.

***“RESOLVED THAT** pursuant to the provisions of Section 12, 13 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with the rules framed thereunder (“Rules”), directions/ circulars issued under the Reserve Bank of India Act, 1934 (including any statutory modification(s) or re-enactment thereof for the time being in force) and subject to the approval of Central Government (Powers delegated to Regional Director), Reserve Bank of India and such other approvals, permissions and sanctions as may be required under the provisions of the Act or under any other law for the time being in force, the consent of the Members of the Company be and is hereby accorded for shifting the Registered Office of the Company situated at 79/7, 3rd Floor, K. No.1202, Bellandur, Varthur Hobli Bengaluru 560102, Karnataka, India from the State of “Karnataka” to 3rd Floor, ABHIJEET -V, Opp. Mayor's Bunglow, Law Garden Road, Mithakhali Ahmedabad 380006, Gujarat, India in the State of “Gujarat” within the jurisdiction of Registrar of Companies, Gujarat, Dadra and Nagar Haveli.*

***RESOLVED FURTHER THAT** upon shifting of the registered office becoming effective, the existing Clause 2 of the Memorandum of Association of the Company be altered by substituting the words the State of “Gujarat” in the place of the words the State of “Karnataka” and to be read as follows:*

“2. The Registered Office of the Company will be situated in the State of Gujarat.”

***RESOLVED FURTHER THAT** Mr. Dasarathareddy Gunnamreddy, Managing Director [DIN: 01760054], Mr. Gautam Gupta, Chief Financial Officer and Ms. Parul Molri, Company Secretary of the Company be and are hereby severally authorised to make necessary application to the Central Government, Regional Director, Registrar of Companies and other regulatory authorities in this matter, to appear before them, to make any modifications, changes, variations, alterations or revisions stipulated by the concerned authorities while according approval or consent, and to do all such acts, deeds, matters and things as may be*

necessary/ incidental/ ancillary to give effect to this resolution including execution/ signing/ filing of necessary forms/ documents/ affidavits/ indemnity/ undertakings/ declarations as may be required, from time to time.

RESOLVED FURTHER THAT *Mr. Dasarathareddy Gunnamreddy, Managing Director [DIN: 01760054], Mr. Gautam Gupta, Chief Financial Officer and Ms. Parul Molri, Company Secretary of the Company be and are hereby authorized to engage counsels/ consultants/ executives/ advisors to represent the Company and appear on its behalf before the Central Government, Regional Director, Registrar of Companies, and other regulatory authorities in this matter and obtain the necessary directions and/or Order(s) upon confirmation by the concerned Regulatory Authority and do all such acts, deeds, matters and things as may be necessary to give effect to the above resolution including but not limited to signing, certification and filing of the e-Forms with the Registrar of Companies.”*

Mr. G Akshay, Practicing Company Secretary, Bengaluru (Membership No. F10967, C. P. No. 15584) was appointed as the Scrutinizer for conducting the Postal Ballot voting process by means of post and email, as may be applicable, in a fair and transparent manner.

All postal ballot forms, received physically and votes casted through email up to the close of working hours i.e. 6.00 p.m. on January 19, 2022, the last date and time fixed for receipt of the forms, were considered for scrutiny. The Scrutinizer has submitted his Report dated January 25, 2022 and basis the report of the Scrutinizer on the Postal Ballot Papers, received by way of email, from the Members, we, hereby declare, that the Special Resolution as set out in the Postal Ballot Notice dated December 21, 2021, have been duly passed by the Members of the Company with requisite majority.

The following is the result of the postal ballot as per the Scrutiniser’s Report:

Number of members voted through Physical voting	:	-
Number of votes cast by them through Physical voting	:	-
Number of members voted through email voting	:	19
Number of votes cast by them through email voting	:	26,41,19,588
Votes in favour of the Resolution including votes cast by means of post and email	:	26,41,19,588
Votes against the Resolution including votes cast by means of post and email	:	-
Number of invalid postal ballot forms received	:	-
Number of invalid votes by means of email	:	-

In view of the foregoing, the special resolution set out in the Notice dated December 21, 2021 has been therefore duly approved by the requisite majority of the Shareholders.