



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



February 28, 2015

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

(Company Code - 524000)

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

(Symbol - MAGMA)

Dear Sir,

Sub: Clause 31 of the Listing Agreement

Pursuant to Clause 31 of the Listing Agreement, please find attached herewith 6 copies of the Postal Ballot Notice dated 27th February, 2015 along with Postal Ballot Form under Section 110 of the Companies Act, 2013 read with Rule 22 of Companies (Management and Administration) Rules, 2014 seeking the consent of the members 2014 in respect of issue and offer of Cumulative Redeemable Non-Convertible Preference Shares on a Private Placement basis.

This is for your information and record.

Thanking You,
For **Magma Fincorp Limited**

Kailash Baheti
Company Secretary

Encl: As above



MAGMA FINCORP LIMITED

Registered Office: "Magma House", 24, Park Street, Kolkata – 700 016

Phone: 033-4401 7200/350 • Fax: 033-4402 7731

CIN: L51504WB1978PLC031813 • Website: www.magma.co.in

NOTICE OF THE POSTAL BALLOT

NOTICE is hereby given that pursuant to Section 110 of the Companies Act, 2013, (the Act) read with Companies (Management and Administration) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force) the resolution appended is proposed to be passed as special resolution by way of postal ballot/ e- voting.

The explanatory statement in terms of the provisions of Section 102 (1) of the Act pertaining to the aforesaid resolution setting out the material facts and the reasons thereof is annexed herewith and is being sent to you along with a Postal Ballot Form for your consideration.

E-Voting Option

We are pleased to offer e-voting facility also as an alternative which would enable you to cast your votes electronically, instead of physical postal ballot form. E-voting is optional. Please carefully read and follow the instructions on e-voting printed in the Postal Ballot Form. References to Postal Ballot(s) below include votes received electronically.

The Management Committee of the Board of Directors of the Company has appointed Mr. Atul Kumar Labh, Practicing Company Secretary (FCS-4848/CP-3238) of M/s. A. K. Labh & Co., Company Secretaries as the Scrutinizer for conducting the Postal Ballot process. After completion of the scrutiny, the Scrutinizer will submit their report to the Chairman or any other Director of the Company, upon completion of scrutiny of postal ballots in a fair and transparent manner and the result of the postal ballot will be announced on Wednesday, 1st April 2015 at the Registered Office of the Company. The result of the postal ballot, along with the Scrutinizer's Report will be posted on the Company's website www.magma.co.in. The result of the postal ballot shall be communicated to all the Stock Exchanges where the equity shares of the Company are listed, NSDL and also be published in newspaper(s).

SPECIAL BUSINESS:

Issue and Offer of Cumulative Redeemable Non-convertible Preference Shares on a Private Placement basis

To consider and if thought fit, to pass the following resolution as a **Special Resolution**:

"RESOLVED THAT that in accordance with the provisions of Sections 42, 55, 62 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") read with the Rules framed there under (including any amendment(s), statutory modification(s) or re-enactment thereof), enabling provisions of the Memorandum and Articles of Association of the Company, the Listing Agreements entered into by the Company with the Stock Exchanges where equity shares of the Company of face value Rs. 2/- each are listed ("Listing Agreement"), the provisions of Securities and Exchange Board of India (Issue and Listing of Non-Convertible Redeemable Preference Shares) Regulations, 2013 and any other regulations/guidelines, if any, prescribed by any competent authority from time to time, to the extent applicable and subject to such other approvals, permissions and sanctions as may be required from any statutory authority and subject to such conditions and modifications as may be considered necessary by the Board of Directors (hereinafter referred to as the "Board" which term shall be deemed to include the Investment Committee or Management Committee or any other Committee of the Board for the time being exercising the powers conferred on the Board by this Resolution) or as may be prescribed or imposed while granting such approvals, permissions and sanctions which may be agreed to by the Board, the consent of the Company be and is hereby accorded to the Board to offer or invite to subscribe, issue and allot, the Preference Shares of the Company of the face value of Rs. 100/- each for an aggregate value not exceeding Rs.150 crore, as Cumulative Redeemable Non-Convertible Preference Shares ("CRNPS"), for cash and at par or at such premium, as the Board may deem fit, on a private placement basis in one or more tranches, for a term not exceeding 7 years, to such person or persons and in such proportion and on such terms and conditions as set out in the Explanatory Statement annexed to the Postal Ballot Notice.

RESOLVED FURTHER THAT in accordance with provisions of Section 43 of the Act, the CRNPS shall be non-participating, carry a preferential right vis-à-vis existing Equity Shares of the Company with respect to payment of dividend and repayment in case of a winding up or repayment of capital and shall carry voting rights as per the provisions of Section 47(2) of the Act.

RESOLVED FURTHER THAT subject to the applicable laws, the Board be and is hereby authorized to give effect to the aforesaid resolutions and is authorized to take such steps and to do all such acts, deeds, matters and things and accept any alteration(s) or modification(s) as they may deem fit and proper and give such directions as may be necessary to settle any question or difficulty that may arise in regard to creation, issue and allotment of CRNPS including but not limited to:

- Deciding the person or persons to whom CRNPS to be issued and allotted;
- Approving the offer document and filing the same with any other authority or persons as may be required;
- Approving the specific size of the offering, the issue price (including but not limited to premium or at par as the case may be), the number of CRNPS to be allotted and basis of allocation and allotment of CRNPS;
- To affix the Common Seal of the Company on any agreement(s)/ document(s) as may be required to be executed in connection with the above, in presence of any Director of the Company or any person who shall be authorized in this behalf, who shall sign the same in token thereof;

- e. Arranging the delivery and execution of all contracts, agreements and all other documents, deeds and instruments as may be required or desirable in connection with the issue of CRNPS by the Company;
- f. Deciding upon the issue structure;
- g. Determining the issue opening and closing dates, offer period and rate of dividend;
- h. Determining the terms of redemption, including the tenure of redemption, redemption of shares at par or premium, if any;
- i. Opening such bank accounts and demat accounts as may be required for the transaction;
- j. To make all such necessary applications with the appropriate authorities and make the necessary regulatory filings in this regard;
- k. To maintain complete record of private placements;
- l. Making applications for listing of the CRNPS of the Company on one or more Stock Exchange(s) and to execute and to deliver or arrange the delivery of the listing agreement(s) or equivalent documentation to the concerned Stock Exchange(s);
- m. To authorize or delegate (to the extent permitted by law) all or any of the powers herein conferred to any officer of the Company; and
- n. To do all such acts, deeds, matters and things and execute all such other documents and pay all such fees, as it may, in its absolute discretion, deem necessary or desirable for the purpose of the transactions."

Registered Office :

"Magma House",
24, Park Street,
Kolkata-700 016
West Bengal

27th February 2015

By Order of the Board of Directors
For **Magma Fincorp Limited**

Sd/-

Kailash Baheti
Company Secretary

NOTES

1. Explanatory statement pursuant to Section 102 and other applicable provisions of the Companies Act, 2013 and Rules made thereunder in respect of the business set out above is annexed hereto.
2. Committee of the Board of Directors which has been authorized in this regard by the Board of Directors of the Company has appointed Mr. Atul Kumar Labh, Practicing Company Secretary of M/s. A.K. Labh & Co., Company Secretaries, Kolkata, as the Scrutinizer for conducting the postal ballot voting process in a fair and transparent manner.
3. The voting rights of the Members shall be reckoned as on 20th February 2015 which is the cut-off date.
4. The Scrutinizer will submit their report to the Chairman or any other Director after completion of the scrutiny and the result of the voting by Postal Ballot will be declared on Wednesday, 1st April 2015, at the registered office of the Company by placing the same along with the Scrutinizer's Report on the Company's website i.e. "www.magma.co.in". The result of the postal ballot shall be communicated to all the Stock Exchanges where the equity shares of the Company are listed, NSDL and also be published in the newspaper(s).
5. The Scrutinizer's decision on the validity of a Postal Ballot form shall be final.
6. The business set out in the notice may be transacted through electronic voting system. The Company is pleased to provide you the facility of voting through electronic means in terms of the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Clause 35B of the Equity Listing Agreement.
7. Members desirous to exercise vote by using e-voting facility, are requested to carefully follow the instructions given under the heading "Instructions" of Postal Ballot Form. The voting through electronic means will commence on Monday, 2nd March 2015 at [10:00 a.m.] and will end on Tuesday, 31st March 2015 at [6:00 p.m.]. The members will not be able to cast their vote electronically beyond the date and time mentioned above.
8. Member(s) desirous to exercise vote by Postal Ballot Form is requested to carefully read the instructions printed on the Postal Ballot Form. The duly completed Postal Ballot Form is to be sent in the self-addressed Business Reply Envelope to the Scrutinizer and the Postal Ballot Form should reach the Scrutinizer not later than the close of working hours on Tuesday, 31st March 2015. All Postal Ballot Forms received after this date will be treated as if reply from such Member has not been received. Also no other Form or Photocopy thereof is permitted. Postage will be borne and paid by the Company. However, envelopes containing Postal Ballots, if sent other than by regular post at the expenses of the registered member will also be accepted.
9. All the material documents referred to in the Explanatory Statement will be made available for inspection by the Members, at the Registered Office of the Company, between 11.00 a. m. and 5.00 p.m. on any working day from 2nd March 2015 to 31st March 2015. Additionally, this notice shall also be placed on the website of the Company till the last date for receipt of the postal ballots from the members.
10. Any query in relation to the resolutions proposed to be passed by Postal Ballot or any query pertains to electronic voting may be addressed to the Company Secretary, Magma Fincorp Limited, Magma House, 24, Park Street, Kolkata – 700016.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

The Board of Directors at the meeting held on 17th January, 2013, had authorized the Company to raise capital through issue of Cumulative Redeemable Non-Convertible Preference Shares in one or more tranches upto a sum of Rs. 150 crore and the same

was approved by the shareholders of the Company on 29th March, 2013 by way of Postal Ballot. However due to the then prevailing economic environment, the Company decided not to act upon the said resolution passed by the Shareholders of the Company. The Company now desires to explore the possibilities of raising capital by way of issue of securities to strengthen the financial position of the Company by augmenting its long term capital base/resources, enabling redemption of Preference capital as and when required and to further continue meeting the capital adequacy norms prescribed by the RBI from time to time as applicable to the Company.

In view of the enactment of the Companies Act, 2013 and based on the clarification issued by GOI, MCA vide General Circular No. 32/2014 dated 23rd July 2014, the resolution passed by the Shareholders of the Company on 29th March 2013 under the erstwhile Act is no more valid and hence a fresh Shareholders resolution is required.

Further, Section 62 of the Act read with the Companies (Share Capital & Debentures) Rules, 2014, provides, inter alia, that whenever it is proposed to increase the subscribed capital of a company by issue of further shares, such shares may be offered to any persons, whether or not those persons are holders of the equity shares of the company or employees of the company, if authorized by way of a Special Resolution.

Furthermore, as per Section 42 of the Act, read with the Rules framed there under, a company offering or making an invitation to subscribe to securities, including Redeemable Preference Shares on a private placement basis, is required to obtain the prior approval of the Shareholders by way of a Special Resolution, for each of the offers and invitations. The Company additionally has to comply with the provisions of Section 55 of Act, 2013 in this regard. Further, SEBI has also issued Securities and Exchange Board of India (Issue and Listing of Non-Convertible Redeemable Preference Shares) Regulations, 2013 ('Regulations, 2013') which lists down certain requirements pertaining to listing of privately placed CRNPS.

The approval of the Members is accordingly being sought by way of a Special Resolution under Sections 42, 55 and 62 of the Act read with the Rules made there under and Regulations, 2013, for the issue of Cumulative Redeemable Non-Convertible Preference Shares ("CRNPS") aggregating an amount not exceeding Rs.150 crore and to offer and allot the CRNPS on a private placement basis in one or more tranches on the terms and conditions set out hereunder.

Given below is a statement of disclosures as required under Rule 14(2) of Companies (Prospectus and Allotment of Securities) Rules, 2014 and Rule 9(3) of the Companies (Share Capital and Debentures) Rules, 2014 relating to the terms of issue of the CRNPS:

1. The CRNPS shall be cumulative, non-participating and non-convertible.
2. The objective of the issue is to raise funds to strengthen the long term capital base of the Company.
3. The CRNPS will be issued and offered on a private placement basis in accordance with the provisions of Section 42 of the Act and the Rules made there under.
4. Other terms:

Issue size and no of Preference shares to be issued	Upto 150,00,000 CRNPS of Rs. 100/- each for an amount not exceeding Rs. 150 crore.
Application size	As permitted by the applicable laws.
Issue Price	To be determined by the Board (hereinafter referred to as the "Board" which term shall be deemed to include the Investment Committee or Management Committee or any other Committee of the Board for the time being exercising the powers conferred on the Board to give effect to the Resolution).
Basis of justification for issue price	The CRNPS may be issued at par or at premium which will be decided mutually between the investor(s) and the Company based on the issue price of other like financial instruments in the market.
Offer Period	To be determined by the Board.
Rate of Dividend	As may be determined by the Board.
Credit Rating	To be rated by ICRA / CARE /CRISIL/Brickwork
Terms of Redemption	Redemption at par or premium in accordance with Section 55 of the Act, out of profits available for distribution as dividend or out of proceeds of a fresh issue of shares made for the purpose of redemption.
Tenure of CRNPS	Not exceeding 7 Years as may be determined by the Board.
Expected dilution in equity capital upon conversion of preference shares	Nil, since the CRNPS are non-convertible.
Manner of issue of CRNPS	As mentioned above, CRNPS are proposed to be privately issued. Further, issue shall be in dematerialized form.

5. The current equity shareholding pattern of the Company is as under:

Category Code	Category of Shareholders	No.of Shares	% of Shareholding
(A)	Total Shareholding of Promoter & Promoter Group		
(1)	Indian		
(a)	Individual/HUF	481580	0.253
(b)	Central Govt./ State Govt.	Nil	Nil
(c)	Bodies Corporate	63450383	33.32
(d)	Fin.Institutions / Bank	Nil	Nil
(e)	Any Other	Nil	Nil

Category Code	Category of Shareholders	No. of Shares	% of Shareholding
	Sub-Total of (A)(1)	63931963	33.573
(2)	Foreign		
(a)	Individuals (NRIs/Foreign)	Nil	Nil
(b)	Bodies Corporate	Nil	Nil
(c)	Institutions	Nil	Nil
(d)	Qualified Foreign Investors	Nil	Nil
(e)	Any Other	Nil	Nil
	Sub-Total of (A)(2)	Nil	Nil
	Shareholding of Promoter & Promoter Group (A) = (A)(1)+(A)(2)	63931963	33.573
(B)	Public Shareholding		
(1)	Institutions		
(a)	Mutual Funds / UTI	2224292	1.168
(b)	Fin.Institutions / Banks	154808	0.081
(c)	Central Govt./ State Govt.	Nil	Nil
(d)	Venture Capital	Nil	Nil
(e)	Insurance Company	Nil	Nil
(f)	Foreign Inst.Investors	51794154	27.199
(g)	Foreign VC Investors	Nil	Nil
(h)	QFI - Corporate	Nil	Nil
(l)	Any Other		
	Foreign Bodies Corporate	26854380	14.102
	Multilateral Development Organization (IFC)	23000000	12.078
	FPI - Corporate - Cat-II	3674831	1.93
	Sub-Total (B)(1)	107702465	56.559
(2)	Non-Institutions		
(a)	Bodies Corporate	6451428	3.388
(b)	Individuals		
	i. Individual Shareholders	6261370	3.288
	Holding Nominal Share Upto Rs.1 Lakh		
	ii. Individual Shareholders	3834134	2.013
	Holding Nominal Share greater than Rs.1 Lakh		
(c)	QFI - Individual	Nil	Nil
(d)	Any Other		
	NRI/OCBs	574232	0.302
	Trust	1229420	0.646
	Clearing Memb/Clearing Cor	440863	0.232
	Sub-Total (B)(2)	18791447	9.868
	Total Public Shareholding		
	(B) = (B)(1) + (B)(2)	126493912	66.427
	TOTAL (A)+(B)	190425875	100
(C)	Shares held by Custodians	Nil	Nil
	And against which DRs have been issued		
(1)	Promoter and Promoter group	Nil	Nil
(2)	Public	Nil	Nil
	GRAND TOTAL (A)+(B)+(C)	190425875	100

There will be no change in shareholding pattern consequent to issue and allotment of CRNPS as these CRNPS are non-convertible.

6. The issue of CRNPS is in accordance with the provisions of the Articles of Association of the Company. There is no subsisting default in the redemption of preference Shares issued by the Company or in payment of dividend due on any preference shares issued by the Company.

The Board of Directors recommends the aforesaid Resolution for your approval as Special Resolution.

None of the Directors and Key Managerial Personnels of the Company including their relatives are in any way concerned or interested in the said Resolution, except to the extent of the CRNPS that may be subscribed to by them or by the companies / firms in which they are interested.

Registered Office :

"Magma House",
24, Park Street,
Kolkata-700 016
West Bengal

27th February 2015

By Order of the Board of Directors
For **Magma Fincorp Limited**

Sd/-

Kailash Baheti
Company Secretary



MAGMA FINCORP LIMITED
Registered Office: “Magma House”, 24, Park Street, Kolkata – 700 016
Phone: 033-4401 7200/350●Fax: 033-4402 7731
CIN: L51504WB1978PLC031813●Website: www.magma.co.in

POSTAL BALLOT FORM
(Pursuant to Section 110 of the Companies Act, 2013)

Postal Ballot No.:

1. Name and Registered address of
Sole / first named member
2. Name(s) of Joint Holders, if any
3. Ledger Folio / DP ID & Client ID No.
4. Number of Shares held
5. I/We exercise my/our votes in respect of the following Resolution to be passed through Postal Ballot in respect of the business stated in the Postal Ballot Notice dated Friday, 27th February, 2015 by sending my/our assent or dissent to the following resolution by placing (✓) mark in the appropriate box below:

Item No.	Brief particulars of the resolution proposed	Type of Resolution	No. of Shares	Please (✓) in the appropriate box below	
				I/We assent to the resolution (‘FOR’)	I/We dissent to the resolution (‘AGAINST’)
1	Issue and Offer of Cumulative Redeemable Non-Convertible Preference Shares (CRNPS) on a Private Placement basis	Special			

Place:

Date:

Signature of the Member or the Authorised Representative
(as per instructions overleaf)

ELECTRONIC VOTING PARTICULARS

EVEN (E-Voting Event Number)	User ID	Password/PIN
101657		

Note: Please read the notes/instructions printed on the Postal Ballot Notice/Form carefully before exercising your vote.

INSTRUCTIONS

Member(s) can opt for only one mode of voting i.e. either by Physical Ballot or e-voting. In case, if you are opting for e-voting, then do not vote by Physical Ballot and vice versa. However, in case member(s) cast their vote both by Physical Ballot and e-voting, then e-voting shall prevail and voting done by Physical Ballot will be treated as invalid.

PROCESS AND MANNER FOR MEMBERS OPTING FOR PHYSICAL VOTING

- 1. A Member desiring to exercise vote by Postal Ballot may complete this Postal Ballot Form and send it to the Scrutinizer in the enclosed self addressed Business Reply Envelope. Postage will be borne and paid by the Company. However, envelopes containing Postal Ballots, if sent other than by regular post at the expenses of the registered member will also be accepted.
- 2. The self-addressed postage pre-paid envelope bears the address of the Scrutinizer appointed by the Committee of the Board of the Directors of the Company which has been authorized in this regard.
- 3. This Form should be completed and signed by the Member (as per the specimen signature registered with the Company/Depository Participants). In case of joint holding, this Form should be completed and signed by the first named Member and in his absence, by the next named Member.
- 4. Unsigned, incomplete, incorrect Forms will be rejected.
- 5. Members may not use all their votes and may not cast all their votes in the same way.
- 6. Duly completed Postal Ballot Forms should reach the Scrutinizer not later than the close of working hours on Tuesday, 31st March, 2015. All Postal Ballot Forms received after this date will be treated as if reply from such Member has not been received.
- 7. A Member may request for a duplicate Postal Ballot Form, if so required. However, the duly filled in duplicate Postal Ballot Form should reach the Scrutinizer not later than the date specified at item no. 6 above.
- 8. In case the Form is signed by an Authorized representative of a Body Corporate, Trust, Societies or any other entity, a certified true copy of the Board Resolution or a specific authorization of such other entity as the case may be, giving requisite authority to the person voting on the Postal Ballot Form should accompany the Postal Ballot Form.
- 9. In case the Form is signed for or on behalf of the Government, the nomination of the concerned government in favour of such signatory should be enclosed with the Form.
- 10. The consent must be accorded by recording the assent in the Column 'FOR' and dissent in the Column 'AGAINST' by placing a tick mark (✓) in the appropriate column.
- 11. Voting rights shall be reckoned on the paid up value of the shares registered in the name of the Members on the cut-off date i.e. Friday, 20th February, 2015.
- 12. There shall be one postal ballot for every Folio/DP ID & Client ID irrespective of the number of joint holders and proxy shall not be exercised for Postal Ballot.
- 13. Members are requested not to send any other paper alongwith the Form in the enclosed self-addressed envelope in as much as all such envelopes will be sent to the Scrutinizer and any extraneous paper found in such envelope would be destroyed by the Scrutinizer.
- 14. The Scrutinizer’s decision on the validity of a Postal Ballot Form will be final.
- 15. The results of the Postal Ballot will be declared at the Registered Office of the Company and the same will also be placed on the Company’s website, i.e., www.magma.co.in. The result of the postal ballot shall be communicated to all the Stock Exchanges where the equity shares of the Company are listed, NSDL and also be published in the newspaper(s).

PROCESS AND MANNER FOR MEMBERS OPTING FOR E-VOTING

- I. In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 22 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide members facility to exercise their right to vote by electronic means and the business may be transacted through e-Voting Services provided by National Securities Depository Limited (NSDL).
The instructions for e-voting are as under:
 - A) In case a Member receives an email from NSDL [for members whose email IDs are registered with the Company/Depository Participants(s)]:–
 - i) Open email and open PDF file viz; “Magma e-Voting.pdf” with your Client id (in case shares are held in demat mode) and Folio No. (in case you are holding shares in physical mode) as default password. The said

PDF file contains your “User Id” and “Password/PIN” for e-voting. Please note that the password is an initial password.

- ii) Launch internet browser by typing the following URL: <https://www.evoting.nsdl.com/>
 - iii) Click on Shareholder – Login.
 - iv) Put User ID and password as initial password/PIN noted in step (i) above. Click Login.
 - v) On the first login, you need to change the password/PIN with new password of your choice with minimum 8 digits/characters or combination thereof. In case you have earlier logged in at www.evoting.nsdl.com for exercising your votes in respect of postal ballot of any other company and have already changed your password, please use the changed password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
 - vi) Home page of e-voting opens. Click on e-Voting: Active Voting Cycles.
 - vii) Select “EVEN” of Magma Fincorp Limited.
 - viii) Now you are ready for e-voting as Cast Vote page opens.
 - ix) Cast your vote by selecting appropriate option and click on “Submit” and also “Confirm” when prompted.
 - x) Upon confirmation, the message “Vote cast successfully” will be displayed.
 - xi) Once you have voted on the resolution, you will not be allowed to modify your vote.
 - xii) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to aklabhcs@gmail.com or secretary@magma.co.in with a copy marked to evoting@nsdl.co.in.
- B) In case a Member receives physical copy of the Postal Ballot Notice [for members whose email IDs are not registered with the Company/Depository Participants(s) or requesting physical copy]:
 - (i) Initial password is provided at the bottom of Postal Ballot form overleaf.
 - (ii) Please follow all steps from Sl. No. (ii) to Sl. No. (xii) above to cast vote.
 - II. The Postal Ballot Notice shall be available on the website of the Company i.e. www.magma.co.in.
 - III. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for shareholders and e-voting user manual for shareholders available at the "Downloads" section of www.evoting.nsdl.com.
 - IV. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
 - V. The e-voting period commences on Monday, 2nd March, 2015 (10:00 a.m.) and ends on Tuesday, 31st March, 2015 (6:00 p.m.). During this period shareholders’ of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Friday, 20th February, 2015, may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.
 - VI. The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of the e-voting period unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer’s Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.

Registered Office :

“Magma House”,
24 Park Street,
Kolkata-700 016
West Bengal
27th February, 2015

For Magma Fincorp Limited

Sd/-

Kailash Baheti
Company Secretary