

**Date: March 15, 2023**

To,  
The Manager  
Department of Corporate Services  
**BSE Limited,**  
1<sup>st</sup> Floor, New Trading Ring, Rotunda Building,  
PJ Towers, Dalal Street, Fort,  
Mumbai - 400001

**Scrip Code: 957864, 957863, 959025**

**Sub: Proceedings of the Extraordinary General Meeting of the Company.**

Pursuant to the provisions of Regulation 51(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the proceedings of the Extraordinary General Meeting of the Company held on March 15, 2023, at 11:30 a.m. to transact the business as set out in the Notice of the said meeting dated February 20, 2023, read in addition to the explanatory statement to the notice dated February 20, 2023.

Kindly take the same on records.

Thanking you,  
Yours faithfully,

**For Fincare Small Finance Bank Limited**

**Shefaly Kothari**  
**Company Secretary & Compliance Officer**

**FINCARE SMALL FINANCE BANK LIMITED**

Registered Office: 301-306, 3rd Floor, ABHIJEET -V, Opp. Mayor's Bunglow, Law Garden Road, Mithakhali, Ahmedabad-380006, Gujarat

Corporate Office: #835/39, 5th Floor, Bren Mercury, Kaikondanahalli, Sarjapur Main Road, Bengaluru-560035, Karnataka

Website: [www.fincarebank.com](http://www.fincarebank.com)

Email: [sfbcompsec@fincarebank.com](mailto:sfbcompsec@fincarebank.com) Tel: 080-42504444/ 070-40011000

CIN: U67120GJ1995PLC025373

**SUMMARY OF PROCEEDINGS OF THE 3<sup>RD</sup> EXTRAORDINARY GENERAL MEETING OF FY 2022-23 OF FINCARE SMALL FINANCE BANK LIMITED HELD AT ITS CORPORATE OFFICE AT 5TH FLOOR, BREN MERCURY, KAIKONDANAHALLI, SARJAPUR MAIN ROAD, BANGALORE-560035, KARNATAKA AT 11:30 A.M.**

The Extraordinary General meeting (“EGM”) of the Members of Fincare Small Finance Bank Limited (“the Bank”) was convened at 11:30 a.m. on March 15, 2023. The meeting was held in compliance with the relevant circulars issued by the Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI) and as per the applicable provisions of the Banking Regulation Act, 1949; The Companies Act, 2013 and the Rules made thereunder.

Mr. Alok Prasad, Independent Director and Chairperson of Nomination & Remuneration Committee of the Bank was elected as Chairman of the meeting and after welcoming all the members present, he requested Ms. Shefaly Kothari, Company Secretary of the Bank to introduce Board Members who attended the EGM. The Company Secretary thereafter introduced the following Board members:

<b>S. No.</b>	<b>Name of the Director</b>	<b>Category of Director</b>
1.	Mr. Vinay Baijal	Independent Director of the Bank and Chairperson of Audit Committee
2.	Mr. Alok Prasad	Independent Director of the Bank and Chairperson of Nomination and Remuneration Committee
3.	Mr. Dhiraj Poddar	Nominee Director and chairperson of Stakeholders Relationship Committee

Mr. Alok Prasad requested the Company Secretary to initiate the proceedings of the meeting.

A total of 17 members representing 18,57,71,511 out of total 22,07,79,720 paid-up equity shares of the Bank, attended the EGM. As the requisite quorum was present, the Chairman called the EGM in order and commenced the proceedings of the meetings.

The Company Secretary then informed the members that the Notice convening the 3<sup>rd</sup> EGM for FY 2022-23 was dispatched to all the members on their registered email ids and with the permission of the Chairman and members the notice of EGM along with explanatory statement to the notice was taken as read. She further informed that the Statutory Registers as required pursuant to the Companies Act, 2013 were available for inspection during the Meeting.

Thereafter, the Company Secretary briefed the rationale of the proposed resolutions and with the permission of the members continued the proceedings of the meeting. Thereafter the following resolutions as set out in the Notice convening the EGM were discussed:

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Sr. No.	Details of the Agenda	Type of resolution
<b>Special Business</b>		
1.	Increase in the Borrowing Limits of the Bank from INR 2,500 Crores to INR 4,000 Crores under Section 180(1)(c) of the Companies Act, 2013	Special Resolution
2.	Approval for creation of charges/mortgages in respect of Borrowings Under Section 180(1)(a) of the Companies Act, 2013	Special Resolution
3.	Approval to raise funds through Private Placement of Secured/Unsecured, Rated, Redeemable Non- Convertible Debentures (NCDs)	Special Resolution
4.	Re-appointment of Mr. Rajeev Yadav as a Managing Director and Chief Executive Officer of the Bank	Special Resolution

A fair opportunity was given to the members of the Bank who were entitled to attend and vote at the EGM, to seek clarifications and/ or offer comments to the items of the business and the same were adequately answered/ clarified.

Thereafter resolutions were put to vote by show of hands and passed as Special resolutions.

As all the agenda items of the meeting were completed, the Chairman declared the meeting as concluded at 12:30 P.M. The Chairman thanked all the members and stakeholders present at the meeting for extending their cooperation.

Thanking you,  
 Yours faithfully,  
**For Fincare Small Finance Bank Limited**

**Shafaly Kothari**  
**Company Secretary & Compliance Officer**  
 Place: Bangalore  
 Date: March 15, 2023

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