



BHARAT
Financial Inclusion Ltd

Prayaas se pragati

(Formerly known as 'SKS Microfinance Limited')

Head Office: 3rd Floor, My Home Tycoon, Block A, 6-3-1192, Kundanbagh
Begumpet, Hyderabad - 500 016, Telangana, India T: +91 40 4452 6000

F: +91 40 4452 6001; info@bfil.co.in | www.bfil.co.in

Corporate Identity Number: L65999MH2003PLC250504

Registered Office: Unit No. 410, Madhava, Bandra-Kurla Complex
Bandra (East), Mumbai - 400 051, Maharashtra, India T: +91 22 2659 2375

December 11, 2018

BSE Limited
Corporate Relationship Department
1st Floor, New Trading Ring
Rotunda Bldg., P. J. Towers
Dalal Street, Fort
Mumbai 400001
Security Code: 533228

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Plot No. C/1, G Block
Bandra-Kurla Complex
Bandra (East)
Mumbai 400051
Symbol: BHARATFIN

Dear Sirs,

Re: Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR Regulations")

Sub: Summary of proceedings of the meeting of the equity shareholders and secured creditors of Bharat Financial Inclusion Limited ("Company") convened and held on Tuesday, December 11, 2018 as per the directions of the Hon'ble National Company Law Tribunal, Mumbai Bench vide its order dated October 31, 2018

Pursuant to Regulation 30 of LODR Regulations, we hereby submit the (i) summary of proceedings of the meeting of the equity shareholders of the Company convened and held at First Floor, Boundary Hall, Mumbai Cricket Association, Recreation Centre (MCA), Bandra Kurla Complex, G Block, Bandra (East), Mumbai 400051, Maharashtra on Tuesday, December 11, 2018 at 11:00 a.m. (1100 hours), and (ii) summary of proceedings of the meeting of the secured creditors of the Company convened and held at Salon Valliere Dubarry, Sofitel Mumbai BKC, C-57, Bandra Kurla Complex, Bandra (East), Mumbai 400051, Maharashtra on Tuesday, December 11, 2018 at 02:30 p.m. (1430 hours), for approving the proposed Composite Scheme of Arrangement among the Company, IndusInd Bank Limited and IndusInd Financial Inclusion Limited and their respective shareholders and creditors.

You are requested to kindly take the same on record.

Thanking you,

Yours faithfully,

For **Bharat Financial Inclusion Limited**

Rajendra Patil
Sr. EVP – Legal & Company Secretary



Enclosures: As above



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Summary of proceedings of the meeting of the equity shareholders of Bharat Financial Inclusion Limited ("Company") convened and held on Tuesday, December 11, 2018 at 11:00 a.m. (1100 hours) as per the directions of the Hon'ble National Company Law Tribunal, Mumbai Bench ("Hon'ble Tribunal") vide its order dated October 31, 2018 ("Order")

The meeting of the equity shareholders of the Company ("**Meeting**"), convened by the Hon'ble Tribunal, was held at First Floor, Boundary Hall, Mumbai Cricket Association, Recreation Centre (MCA), Bandra Kurla Complex, G Block, Bandra (East), Mumbai 400051, Maharashtra on Tuesday, December 11, 2018 at 11:00 a.m. (1100 hours).

Mr. Rajendra Patil, Sr. EVP – Legal & Company Secretary of the Company welcomed the equity shareholders and informed that the Meeting has been convened pursuant to the Order passed by the Hon'ble Tribunal, to approve with or without modification(s), the proposed Composite Scheme of Arrangement among the Company, IndusInd Bank Limited and IndusInd Financial Inclusion Limited ("**Scheme**").

Mr. Jyotin Mehta, an Independent Professional, FCS, FCA and FCMA, who was appointed as the Chairperson for the Meeting by the Hon'ble Tribunal vide its aforesaid Order, presided over the Meeting. The requisite quorum being present, the Chairperson called the Meeting to order.

The notice of the Meeting, explanatory statement under Section 230(3) of the Companies Act, 2013 and the Scheme along with accompanying documents were dispatched to all the equity shareholders of the Company as per the directions contained in the Order. With the permission of the equity shareholders, the notice convening the Meeting including the proposed resolutions was taken as read.

Mr. M. R. Rao, Managing Director & CEO of the Company explained the salient features of the Scheme to the equity shareholders.

Mr. Rajendra Patil informed the equity shareholders that as per the regulatory requirements and in order to have wider participations in the approval process, the Company had provided three options to the equity shareholders to exercise their voting rights viz. (1) remote e-voting, (2) postal ballot, and (3) voting by ballot at the meeting on the resolution contained in the notice of the Meeting.

He further informed that as per the directions of the Hon'ble Tribunal, Mr. K. V. S. Subramanyam, Practicing Company Secretary, shall act as the scrutinizer to scrutinize votes exercised either through remote e-voting or on postal ballot or by ballot at the venue of the Meeting. He further mentioned that the voting period for voting through postal ballot and remote e-voting commenced on Saturday, November 10, 2018 at 9.00 a.m. and ended on Monday, December 10, 2018 at 5.00 p.m. He further informed that the equity shareholders, who have not exercised their voting rights either through postal ballot or remote e-voting, can exercise their voting rights by way of ballot which are given to them.

The Chairperson then invited the equity shareholders to raise their queries on the Scheme. The Chairperson requested the management team to respond to the questions raised by the equity shareholders.

The Chairperson then took up the agenda of the Meeting, which was to approve, with or without modification(s), the proposed Scheme. He requested the equity shareholders to propose and second the passing of the resolution for approving the Scheme. The resolution was proposed and seconded by the equity shareholders. He informed that the combined results of the remote e-voting, postal ballot and voting at the Meeting would be displayed on the website of the Company, Registrar and Share Transfer Agent and the Stock Exchanges within the next 48 hours.





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Mr. Rajendra Patil thanked the Chairperson for the smooth conduct of the meeting. He also thanked the Board Members who were present in person and also who participated through video conference.

He thanked each equity shareholder of the Company for their continued support and trust reposed in the Board and the Management. He also thanked the management of MCA Recreation Centre, representatives of Karvy, Mr. K. V. S. Subramanyam and other agencies for their support and co-operation.

The Chairperson then declared that once the last vote is cast, the Meeting stands concluded.

For **Bharat Financial Inclusion Limited**

Rajendra Patil
Sr. EVP – Legal & Company Secretary





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Summary of proceedings of the meeting of the secured creditors of Bharat Financial Inclusion Limited ("Company") convened and held on Tuesday, December 11, 2018 at 02:30 p.m. (1430 hours) as per the directions of the Hon'ble National Company Law Tribunal, Mumbai Bench ("Hon'ble Tribunal") vide its order dated October 31, 2018 ("Order")

The meeting of the secured creditors of the Company ("**Meeting**"), convened by the Hon'ble Tribunal, was held at Salon Valliere Dubarry, Sofitel Mumbai BKC, C-57, Bandra Kurla Complex, Bandra (East), Mumbai 400051, Maharashtra on Tuesday, December 11, 2018 at 02:30 p.m. (1430 hours).

Mr. Rajendra Patil, Sr. EVP – Legal & Company Secretary of the Company welcomed the secured creditors and informed that the Meeting has been convened pursuant to the Order passed by the Hon'ble Tribunal, to approve with or without modification(s), the proposed Composite Scheme of Arrangement among the Company, IndusInd Bank Limited and IndusInd Financial Inclusion Limited ("**Scheme**").

Mr. Abeezer E. Faizullabhoy, Advocate, Senior Partner, Hemant Sahai Associates, who was appointed as the Chairperson for the Meeting by the Hon'ble Tribunal vide its aforesaid Order, presided over the Meeting. The requisite quorum being present, the Chairperson called the Meeting to order.

The notice of the Meeting, explanatory statement under Section 230(3) of the Companies Act, 2013 and the Scheme along with accompanying documents were dispatched to all the secured creditors of the Company as per the directions contained in the Order. With the permission of the secured creditors, the notice convening the Meeting including the proposed resolutions was taken as read.

Mr. M. R. Rao, Managing Director & CEO of the Company explained the salient features of the Scheme to the secured creditors.

Mr. Rajendra Patil informed the secured creditors that they can exercise their voting rights by way of ballot which are given to them. He further informed that as per the directions of the Hon'ble Tribunal, Mr. K. V. S. Subramanyam, Practicing Company Secretary, shall act as the scrutinizer to scrutinize votes exercised by ballot at the venue of the Meeting.

The Chairperson then invited the secured creditors to raise their queries on the Scheme. The Chairperson requested the management team to respond to the questions raised by the secured creditors.

The Chairperson then took up the agenda of the Meeting, which was to approve, with or without modification(s), the proposed Scheme. He requested the secured creditors to propose and second the passing of the resolution for approving the Scheme. The resolution was proposed and seconded by the secured creditors. He informed that the results of the voting at the Meeting would be displayed on the website of the Company, Registrar and Share Transfer Agent and the Stock Exchanges within the next 48 hours.

Mr. Rajendra Patil then thanked the Chairperson for the smooth conduct of the Meeting. He also thanked the Board Members who made it convenient to attend the Meeting. He thanked each of the banks and financial institutions for their continued support and trust reposed in the Company and its Management. He also thanked the management of Sofitel, Mr. K. V. S. Subramanyam and other agencies for their support and co-operation.

The Chairperson then declared that once the last vote is cast, the Meeting stands concluded.

For **Bharat Financial Inclusion Limited**

Rajendra Patil
Sr. EVP – Legal & Company Secretary

