



# MAGMA HOUSING FINANCE

March 3, 2018

Department of Corporate Services

**BSE Limited**

25<sup>th</sup> Floor, P. J. Towers, Dalal Street, Fort,  
Mumbai - 400 001

(Scrip Code No. 951674)

Dear Sir/Madam,

**Sub: Confirmation certificate pertaining to compliance of Regulation 20A(a) of the SEBI (Issue and Listing of Debt Securities) Regulation, 2008 to make enabling provision in Articles of Association to carry out consolidation and re-issuance of debt securities**

This is with reference to the Securities and Exchange Board of India Circular bearing reference number CIR/IMD/DF-1/67/2017 dated June 30 2017, for making necessary changes in the Articles of Association of the Company to carry out consolidation and re-issuance of debt securities.

We hereby confirm that the Company had carried out necessary changes in its Article of Association through special resolution passed in an Extra Ordinary General Meeting of the Company held on November 13, 2017 by inserting following new Article No. 10 A after the existing Article 10:

**Sub-division, consolidation, re-issuance and cancellation of Debentures**

10A The Board may from time to time at its discretion, by a resolution passed at a meeting of the Board re-issue and/or consolidate Debentures or other securities and generally raise or borrow or secure the payment of any sum or sums of money for the purpose of the Company in accordance with provisions of Applicable Law.

Any Debentures or other securities may be consolidated and/or re-issued at a discount, subject to provisions of Section 53 of Act and Applicable Law, premium or otherwise and may be re-issued for such periods and/or at such rate of interest as the Board may think fit subject to applicable provisions existing at the time of re-issue, and with or without conversion and/or on such terms and conditions and with such privileges, rights and conditions in connection with such Debentures.

A certified true copy of the said special resolution is annexed for your reference.

You are requested to take note of the same.

**Thanking you,**

Yours faithfully,

For **Magma Housing Finance Limited**

*Priti Saraogi*

**Priti Saraogi**  
Company Secretary

**Magma Housing Finance Limited**

[Formerly Magma Housing Finance (A Public Company with Unlimited Liability)]

Regd. Office: 8 Sant Nagar, East of Kailash, New Delhi - 110065, Ph: +91 11 45728100

Web : <http://www.magmahfc.co.in>, CIN : U65922DL2004PLC125931

Please Visit <https://ipg.magma.co.in> For Online Payment

**109317**



# MAGMA HOUSING FINANCE

**CERTIFIED TRUE COPY OF THE EXTRACT OF THE MINUTES OF THE EXTRA ORDINARY GENERAL MEETING OF THE MEMBERS OF MAGMA HOUSING FINANCE LIMITED [FORMERLY MAGMA HOUSING FINANCE (A PUBLIC COMPANY WITH UNLIMITED LIABILITY)] HELD AT MAGMA HOUSE, 24 PARK STREET, KOLKATA - 700 016 ON MONDAY, 13 NOVEMBER, 2017**

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## **Alteration of Articles of Association of the Company**

**"RESOLVED THAT** pursuant to provisions of Section 14 of the Companies Act, 2013 (the Act) read with relevant rules thereof and such other applicable provisions of the Act, (including any statutory modification, re-enactment or amendment thereof for the time being in force), consent of the Shareholders of the Company be and is hereby accorded to amend the Articles of Association (AoA) by insertion of following Clause No. 10A after Clause No. 10 in the AOA and amend Clause 268 of the AoA of the Company, by substituting the said existing Clause in the manner and extent as set out herein below:

### **Sub-division, consolidation, re-issuance and cancellation of Debentures**

10A The Board may from time to time at its discretion, by a resolution passed at a meeting of the Board re-issue and/or consolidate Debentures or other securities and generally raise or borrow or secure the payment of any sum or sums of money for the purpose of the Company in accordance with provisions of Applicable Law.

Any Debentures or other securities may be consolidated and/or re-issued at a discount, subject to provisions of Section 53 of Act and Applicable Law, premium or otherwise and may be re-issued for such periods and/or at such rate of interest as the Board may think fit subject to applicable provisions existing at the time of re-issue, and with or without conversion and/or on such terms and conditions and with such privileges, rights and conditions in connection with such Debentures.

### **Insertion of the words in italics**

268. The Seal of the Company shall not be affixed to any instrument except by the authority of a resolution of the Board or of a Committee of the Board authorised by it in that behalf, and except in the presence of such Directors and/or the Company Secretary or such other person as the Board may specify/appoint for the purpose; and the Director and/or the Company Secretary or other person aforesaid shall sign every instrument to which the Seal of the Company is so affixed in their presence. The Board shall provide for the safe custody of the Seal.

**RESOLVED FURTHER THAT** any of the Director or the Company Secretary be and are hereby severally authorized to do all acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution."

For **Magma Housing Finance Limited**

*Priti Saraogi*

**Priti Saraogi**  
Company Secretary

**Magma Housing Finance Limited**

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