

July 30, 2021

To,
BSE Limited,
Listing Department,
1st Floor, P.J. Towers,
Dalal Street, Mumbai- 400 001

Sub: Outcome of the Debenture Holders meeting held on July 29, 2021

Ref: Intimation under Regulation 51 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Company Code: 11843

ISINs: Information for INE945W07084, INE945W07118, INE945W07126 and INE945W07183

Dear Sir/ Madam,

Pursuant to Regulation 51 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby inform you that the Meeting of the Debenture Holders of the Company was held on July 29, 2021 commencing from 12 Noon (IST) and concluded at 12.20 p.m. through Video Conferencing.

The Agenda for the Meeting was to approve amendment to the Debenture Trust Deed dated May 24, 2018 executed between the Company and Axis Trustee Services Limited.

The aforesaid agenda item was duly approved at the said meeting. Please find enclosed the summary of the proceedings of the meeting (Annexure A) and the Scrutinisers Report (Annexure B).

Kindly take the above information on records.

Thanking you

Yours sincerely,

For InCred Financial Services Limited


NDP
Gajendra Thakur
Company Secretary



INCRED FINANCIAL SERVICES LIMITED
(Formerly Known as Visu Leasing and Finance Private Limited)

Corporate Office:
Unit No. 1203, 12th floor, B wing,
The Capital, Plot No C-70, G Block,
Bandra Kurla Complex, Mumbai,
Maharashtra, India, 400051

Registered Office:
Unit No. 1203, 12th floor, B wing,
The Capital, Plot No C-70, G Block,
Bandra Kurla Complex, Mumbai,
Maharashtra, India, 400051

CIN: U74899MH1991PLC340312
Email: care@incred.com
Contact: 1800-102-2192
Website-www.incred.com

Summary of the proceedings of the Meeting of the Debenture Holders (“the meeting”) of InCred Financial Services Limited (“the Company”)

Venue: Held via Video Conferencing (VC) / Other Audio Visual Means (OAVM).

Day, Date and Time: Thursday, July 29, 2021 at 12:00 Noon

Mr. Gajendra Thakur, the Company Secretary of the Company welcomed the Debenture Holders present through VC. He briefed the Debenture Holders that in view of the continuing pandemic, social distancing norms and in compliance with circulars issued by MCA the Company was holding the meeting through Video Conferencing. The Company had taken requisite steps to enable Debenture Holders to participate and vote on the items being considered in this meeting. He informed the Debenture Holders about some basic instructions with respect to the participation at the meeting through VC. He further informed the Debenture Holders about the presence of Directors, Scrutinizer and representative of Axis Trustee Services Limited through VC. He requested the Debenture Holders to note that pursuant to recent MCA circulars which was mentioned in the Notice, the attendance of the Debenture Holders attending the meeting through VC will be counted for the purpose of ascertaining the quorum. He mentioned that the Debenture Trust Deed and other relevant documents as referred in the notice and the explanatory statement were available to the Debenture Holders for inspection electronically.

He informed that in accordance with the above, the Company had provided remote e-voting facility through the platform provided by NSDL to the Debenture Holders. The instruction for e-voting and remote e-voting was provided in notes of notice.

He further informed the Debenture Holders that the remote e-voting period had commenced on Sunday, July 25, 2021, at 11.00 A.M. (IST) and concluded on Wednesday, July 28, 2021, at 5.00 P.M.(IST). The Debenture holders who had not cast their votes through remote E-voting could cast through E-voting facility until 15 minutes from the conclusion of the meeting.

The Debenture Holders were informed about the appointment of Scrutinizer, M/s. Joshi Pahade & Associates Practicing Company Secretaries as the Scrutinizer for remote e-voting and for the votes casted by the Debenture Holders during the meeting by e-voting system under Section 108 of the Companies Act, 2013.

He mentioned that as per the Debenture Trust Deed, a nominee of the Trustee was required to chair the meeting and accordingly, Ms. Mangalagowri Bhat, nominee of Axis Trustee Services Limited took the Chair.

The Chairperson requested all the Debenture Holders to note that the Company had dispatched the notice of the meeting by email to the Debenture Holders and accordingly the notice was taken as read.

The Chairperson instructed that the e-voting facility during the meeting would be kept open for 15 minutes post conclusion of the meeting and the Debenture Holders were requested to vote on the proposed resolution number 1 as set out in the Notice of the meeting.

The e-voting on the resolutions was conducted through remote e-voting and e-voting during the meeting.

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It was announced that the voting results for the resolutions would be declared within 48 hours of the conclusion of AGM on receipt of the Scrutinizer's report and the Results/ Scrutinizer's report will be placed on the website of the Company, and the same shall also be submitted to the BSE Limited in compliance with the provisions of the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Chairperson thanked the Debenture Holders for attending and participating in the Meeting and there being no other business declared the proceeding to be closed.

For InCred Financial Services Limited


 **Gajendra Thakur**
Company Secretary
Place: Mumbai



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29th July, 2021

To,
Incred Financial Services Limited,
Unit No. 1203, 12th Floor, B Wing,
The Capital, Plot No. C - 70, G Block,
BKC, Mumbai - 400051.

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote E-voting & E-Voting process during Debenture Holders Meeting (DHM) held on Thursday, July 29, 2021 at 12:00 noon through Video Conferencing ("VC") or Other Audio - Visual Means ("OAVM").

I, CS Deepti Joshi, Partner at Joshi Pahade and Associates, Practising Company Secretaries was appointed as Scrutiniser by the Board of Directors of Incred Financial Services Limited pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, for the remote e-voting process & e-voting during the DHM of the Incred Financial Services Limited held on Thursday, July 29, 2021 at 12:00 noon through VC /OAVM.

The Company had availed the remote e-voting facility offered by the National Securities Depository Limited (hereinafter referred to as "NSDL") for conducting remote e-voting by the Debenture-holders of the Company.

The voting period for remote e-voting commenced on Sunday, July 25, 2021 at 11:00 A.M. and ended on Wednesday, July 28, 2021 at 5:00 P.M. and the NSDL remote e-voting platform was blocked thereafter.

The Company has also provided e-voting facility to the Debenture-holders present at the meeting through OC/OAVM and who had not cast their vote earlier during remote e-voting.

The Debenture-holders of the Company holding debentures as on the "cutoff date" i.e. Thursday, July 22, 2021 were entitled to vote on the resolution as contained in the Notice of the DHM.

After the closure of e-voting facility after the meeting, the report on voting done in the meeting and the votes cast under remote e-voting facility prior to the meeting were unblocked in presence of the two witnesses and were counted.



I have scrutinized and reviewed the remote e-voting and e-voting during the DHM and votes cast therein based on the data downloaded from the NSDL e-voting system.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting and e-voting during the DHM on the resolution contained in the notice of the DHM.

My responsibility as a scrutinizer for the remote e-voting and e-voting during the meeting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolution.

I now submit my Consolidated Report as "Annexure A" on the result of the remote e-voting and e-voting during the DHM in respect of the said resolution.

**FOR JOSHI PAHADE & ASSOCIATES
PRACTISING COMPANY SECRETARIES**



CS DEEPTI JOSHI

PARTNER

MEMBERSHIP NO: F9139

COP: 10768

DATE: 29.07.2021

PLACE: NAGPUR

UDIN: F009139C000706715



ANNEXURE - A

CONSOLIDATED RESULTS

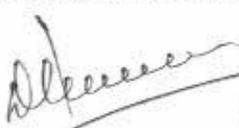
Item No.1: Approval for amendment of Debenture Trust Deed dated May 24, 2018 entered into between the Company and Axis Trustee Services Limited

Particulars	Remote E - Voting		Voting at Meeting		Total		Percentage {%}
	Number	Votes	Number	Votes	Number	Votes	
Assent	13	64	1	10	14	74	100
Dissent	0	0	0	0	0	0	0
Total	13	64	1	10	14	74	100

Based on the aforesaid result, I report that Debenture Holders have **PASSED** the resolution as contained in **Item No. 1** of the Notice of the DHM dated July 7, 2021 with requisite majority.

I hereby confirm that I am maintaining the registers received from the NSDL electronically, in respect of the votes cast through remote e-voting and voting conducted by way of e-voting during DHM by the Debenture-holders of the Company.

FOR JOSHI PAHADE & ASSOCIATES
PRACTICING COMPANY SECRETARIES




CS DEEPTI JOSHI
PARTNER
MEMBERSHIP NO: F9139
COP: 10768

DATE: 29.07.2021
PLACE: NAGPUR
UDIN: F009139C000706715



Joshi Pahade & Associates
Practising Company Secretaries