

Date: 18 April, 2023

**BSE Limited**

Corporate Relationship Department  
25<sup>th</sup> Floor, Phiroze Jeejeebhoy Towers  
Dalal Street, Fort, Mumbai – 400001

**(Company Code – 10828)**

**Subject: Certificate under Regulation 40(9) read with Regulations 61(4) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the year ended 31 March, 2023**

Dear Sir,

Pursuant to the provisions of Regulation 40(9) read with Regulation 61(4) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we submit herewith the Certificate from Rupal D. Jhaveri, Practicing Company Secretary for the year ended 31 March, 2023.

You are requested to kindly take note of the same.

Thanking You,

Yours Faithfully,  
For **Poonawalla Housing Finance Limited**  
(Formerly, Magma Housing Finance Limited)

**Naveen Manghani**  
**Chief Compliance Officer and Nodal Officer**

Encl: As above

# RUPAL D. JHAVERI

COMPANY SECRETARY

207, 2<sup>ND</sup> Floor, Regent Chambers, 208, Jamnalal Bajaj Road, Nariman Point, Mumbai- 400 021. Tel.: 022 4344 0123

## CERTIFICATE UNDER REGULATION 40(9) READ WITH REGULATION 61(4) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 FOR THE YEAR ENDED MARCH 31, 2023

I have examined Registers, files and other documents relating to **Poonawalla Housing Finance Limited** (Formerly known as “Magma Housing Finance Limited”), having CIN U65922PN2004PLC208751 and having Registered Office at 602, 6<sup>th</sup> Floor, Zero One IT Park, Survey No. 79/1, Ghorpadi, Mundhwa Road, Pune – 411036, Maharashtra, India (hereinafter referred to as “**the Company**”), as maintained by Niche Technologies Private Limited, Registrar and Share Transfer Agent for debt securities of the Company (hereinafter referred to as “**RTA**”) pertaining to records of Debentures of the Company for the period from April 01, 2022 to March 31, 2023 for the purpose of issuing a Certificate as per Regulation 61(4) read with 40(9) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and based on the information provided by the Company and RTA, I hereby certify that:

Sl. No.	Particulars	Remarks
A.	Certificate(s) relating to the Transfer of Debentures as entered in the Memorandum of Transfers have been issued within fifteen days from the respective date of lodgment of transfer excepting those rejected on technical grounds	All the Debentures of the Company are in dematerialized form for the period April 1, 2022 to March 31, 2023 and that the Company has not received any requests relating to transfer, sub-division, consolidation, renewal or exchange of debentures during the year ended on March 31, 2023.
B.	Certificates in respect of sub division, consolidation, renewal, exchange or endorsement. requests for exchange of duplicate and split certificates have been issued within thirty days of lodgment excepting those rejected on technical grounds	
C.	Any other information, if applicable	

Place: Mumbai

Date: April 18, 2023

Rupal  
Dhiren  
Jhaveri

Digitally signed by Rupal Dhiren Jhaveri  
DN: cn=Rupal Dhiren Jhaveri,  
2.5.4.20=200044930388e327b7b1376466  
466160e8a1703d4989533330a3010104c  
2, postalCode=400007, st=Maharashtra,  
serialNumber=00071554,refersTo=303378bc  
468094c3ac42f0630e94c9900124b26cc  
2657b, email=Rupal Dhiren Jhaveri  
Date: 2023.04.18 11:30:18 +05'30'

Signature

Name of Company Secretary: Rupal D. Jhaveri

Membership No.: 5441

C.P. No.: 4225

UDIN: F005441E000125541

Peer Review Certificate No.: PR1139/2021