

July 27, 2016

BSE Limited
P. J. Towers,
Dalal Street, Fort,
Mumbai – 400 001.
Scrip Code: 511218

National Stock Exchange of India Limited
Listing Department
Exchange Plaza, 5th Floor,
Plot no. C/1, G- Block,
Bandra-Kurla Complex,
Mumbai – 400 051.
NSE Symbol: SRTRANSFIN

Dear Sirs,

Sub.: Proceedings of 37th Annual General Meeting of Shriram Transport Finance Co. Ltd.

The 37th Annual General Meeting (“AGM”) of the Company was held on Wednesday, July 27, 2016, at 11:00 a.m. at Narada Gana Sabha (Main Hall), No. 314, TTK Road, Alwarpet, Chennai - 600 018.

Pursuant to Regulation 30 read with Schedule III -Part A -Para A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed proceedings of the 37th Annual General Meeting of the Company.

Thanking you,

Yours faithfully,

for **SHRIRAM TRANSPORT FINANCE COMPANY LIMITED,**



Vivek Achwal
Company Secretary
Encl.: a/a.

Shriram Transport Finance Company Limited

Corporate Office: Wockhardt Towers, Level – 3, West Wing, C-2, G-Block, Bandra – Kurla Complex, Bandra (East), Mumbai – 400 051. Tel: +91 22 4095 9595 | Fax: +91 22 4095 9597.

Registered Office: Mookambika Complex, 3rd Floor, No.4, Lady Desika Road, Mylapore, Chennai – 600 004, Tamil Nadu, India. Tel: +91 44 2499 0356 | Fax: +91 44 2499 3272.

Website: www.stfc.in | Corporate Identity Number (CIN) – L65191TN1979PLC007874.

Proceedings of the 37th Annual General Meeting

The 37th Annual General Meeting ('AGM') of Shriram Transport Finance Company Limited ('the Company') was held on Wednesday, July 27, 2016, at 11:00 a.m. at Narada Gana Sabha (Main Hall), No. 314, TTK Road, Alwarpet, Chennai - 600 018. The meeting was presided over by Mr. S. Lakshminarayanan, Chairman of the Company (also Chairman of Stakeholders Relationship Committee). He introduced to Members the directors sitting on the dais, viz. Mr. Jasmit Singh Gujral, Managing Director & CEO, Mr. S. M. Bafna, Independent Director (Chairman of Nomination Remuneration and Compensation Committee), Mrs. Kishori Udeshi, Independent Director, Mr. Amitabh Chaudhry, Independent Director, Mr. S. Sridhar, Independent Director (Chairman of Audit Committee), Mr. Gerrit Van Heerde, Non-Executive Non-Independent Director and Mr. D. V. Ravi, Non-Executive Non-Independent Director. The Chairman informed the members that Mr. Puneet Bhatia, Non-Executive Non-Independent Director was not able to attend the Meeting due to his prior official commitments. The Secretarial Auditor and the representatives of the Joint Statutory Auditors were also present at the AGM. As the requisite quorum was present, the Chairman called the meeting to order.

The Chairman declared that the Statutory Registers, Secretarial Audit Report and the Annual Accounts of the subsidiary i.e. Shriram Automall India Limited for the Financial Year ended March 31, 2016 were available for inspection.

The Chairman further informed that as required by the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, remote e-voting facility was provided by the Company through NSDL e-voting platform to enable members holding shares either in physical form or in dematerialized form, as on the cut-off date being July 20, 2016 to cast their vote during the period commencing from July 24, 2016 (9.00 Hours IST) to July 26, 2016 (17.00 Hours IST). on all the Ordinary and Special Resolutions as set out in the Notice of the AGM.

The Chairman further informed that the Company had appointed Mr. P. Sriram, Practicing Company Secretary (Certificate of Practice No: 3310 and Membership No. FCS 4862) as the Scrutinizer who ensured that the voting process was carried out independently in a fair and transparent manner.

The Chairman delivered his speech and invited the Members to express their views and make their observations on the financial statements, the performance of the Company and related matters. The Managing Director & CEO responded to the Members' queries.

The following items of business, as per the Notice of the AGM dated June 20, 2016, was transacted at the meeting:

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Sr. No.	Particulars
	ORDINARY BUISNESS
1	Ordinary Resolution for adoption of Audited Financial Statements of the Company (including Consolidated Financial Statements) for the Financial Year ended March 31, 2016.
2	Ordinary Resolution for confirmation of Interim Dividend and the declaration of Final Dividend on equity shares.
3	Ordinary Resolution for appointment of Joint Auditors to hold the office from conclusion of this AGM till conclusion of next AGM and fixing their remuneration.
	SPECIAL BUSINESS
4	Ordinary Resolution not to fill vacancy subsequent to retirement of Mr. Umesh Revankar (holding DIN 00141189), director, who did not seek re-appointment as director at the 37th AGM.
5	Ordinary Resolution for appointment of Mr. Jasmit Singh Gujral (holding DIN 00196707) as Director.
6	Ordinary Resolution for appointment of Mr. Jasmit Singh Gujral (holding DIN 00196707) as Managing Director and CEO and payment of remuneration to him.
7	Special Resolution under Section 180(1)(c) of the Companies Act, 2013 for enhancement of borrowing limit upto Rs.75,000 crores.
8	Special Resolution under Section 180(1)(a) of the Companies Act, 2013 for enhancement of limit upto Rs.93,750 crores for creation of security on assets in respect of borrowings of the Company.
9	Special Resolution under Section 42 of the Companies Act, 2013 authorizing Issue of Securities on Private Placement basis.
10	Special Resolution under Section 14 of the Companies Act, 2013 for alteration of Article 36 of the Articles of Association of the Company.

The Chairman announced that the results of voting i.e. remote e-voting results and results of the voting done at the AGM along with the consolidated Scrutinizer's Report shall be announced within 48 hours at the Registered office of the Company and the same will be displayed on the website of the Company (www.stfc.in). The Chairman also informed that the voting results would also be intimated to BSE Limited and National Stock Exchange of India Limited.

The Chairman thanked all the members present at the AGM.

The Company provided facility for voting by Poll at the venue of AGM to the members who attended the AGM but did not cast their vote through remote e-voting. Some Members cast their votes by filling up the Polling Paper. Thereafter, the AGM stood closed.

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