

December 3, 2025

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: SHRIRAMFIN

Dear Sir/Madam,

Sub.: Declaration of Results of Postal Ballot

Ref.: Regulation 30 and 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)

This is in continuation to our letter dated November 1, 2025 regarding Notice of Postal Ballot dated October 31, 2025 (“Notice”) under Section 110 of the Companies Act, 2013 issued to the Members of the Company for seeking their approval by way of Postal Ballot through voting by electronic means (“remote e-voting”) for resolutions embodied therein and given below:

Sr. No.	Description of the Resolutions
1.	Special Resolution for re-appointment of Mr. Jugal Kishore Mohapatra (DIN 03190289) as an Independent Director of the Company for the second term
2.	Ordinary Resolution for re-designation of Mr. Parag Sharma (DIN 02916744) as Managing Director & Chief Executive Officer of the Company with effect from December 5, 2025
3.	Ordinary Resolution for appointment of Mr. Sunder Subramanian (DIN 08189901) as a Director of the Company
4.	Ordinary Resolution for appointment of Mr. Sunder Subramanian (DIN 08189901) as a Whole Time Director of the Company and payment of remuneration to him
5.	Special Resolution for renewal of limit to issue Debentures on private placement basis by the Board

Shriram Finance Limited

Corporate Office: Wockhardt Towers, Level -III, West Wing, C-2, G-Block, Bandra - Kurla Complex, Bandra (East), Mumbai - 400 051, Maharashtra. Ph: +91 22 4095 9595

Registered Office: Sri Towers, Plot No.14A, South Phase, Industrial Estate, Guindy, Chennai – 600 032, Tamil Nadu, India. Tel: +91 44 2499 0356

Website: www.shriramfinance.in | Corporate Identity Number (CIN) — L65191TN1979PLC007874

The e-voting for Postal Ballot commenced on Monday, November 3, 2025 (9:00 Hours IST) and concluded on Tuesday, December 2, 2025 (17:00 Hours IST).

The Company had appointed SPNP & Associates, Practicing Company Secretaries, Chennai represented by Mr. P. Sriram (Membership No. FCS 4862), Practising Company Secretary (CP No. 3310) as the Scrutinizer for conducting process of remote e-voting in accordance with the provisions of the Companies Act, 2013 and the rules made thereunder in a fair and transparent manner. The Scrutinizer has submitted his report today i.e. Wednesday, December 3, 2025.

In compliance with Regulations 30, 44 and other applicable provisions of the Listing Regulations, please find enclosed herewith the Results of the Postal Ballot (through remote e-voting) in the prescribed format under Regulation 44(3) of the Listing Regulations and Scrutinizer's Report. The said resolutions are passed with the requisite majority. The resolutions are deemed to be passed on the last date of the e-voting i.e. Tuesday, December 2, 2025.

The voting results and Scrutinizer's Report are being placed on the Company's website at www.shriramfinance.in.

Thanking you,
Yours faithfully,
for **SHRIRAM FINANCE LIMITED**

U BALASUNDARARAO
COMPANY SECRETARY & COMPLIANCE OFFICER
Encl: a/a

Shriram Finance Limited

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Details of Results of Remote E-Voting pursuant to Regulation 44(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015	
Name of the Company	Shriram Finance Limited
Date of Declaration of Results of Postal Ballot	December 3, 2025
Last Date of Receipt of Postal Ballot forms/e-voting	December 2, 2025
Total number of Shareholders as on Cut-off date	2,77,892
No. of Shareholders Present in the meeting either in person or through proxy	Not Applicable
Promoters and Promoter Group:	
Public:	
No of Shareholders attended the meeting through Video Conferencing	Not Applicable
Promoters and Promoter Group:	
Public:	

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Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mr. Jugal Kishore Mohapatra (DIN 03190289) as an Independent Director of the Company for the second term				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	477581380	477581380	100.0000	477581380	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	477581380	477581380	100.0000	477581380	0	100.0000	0.0000
Public-Institutions	E-Voting	1292124575	1140569058	88.2708	1094613471	45955587	95.9708	4.0292
	Poll							
	Postal Ballot (if applicable)							
	Total	1292124575	1140569058	88.2708	1094613471	45955587	95.9708	4.0292
Public- Non Institutions	E-Voting	111402235	3355226	3.0118	3347158	8068	99.7595	0.2405
	Poll							
	Postal Ballot (if applicable)							
	Total	111402235	3355226	3.0118	3347158	8068	99.7595	0.2405
Total		1881108190	1621505664	86.1995	1575542009	45963655	97.1654	2.8346
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-designation of Mr. Parag Sharma (DIN 02916744) as Managing Director & Chief Executive Officer of the Company with effect from December 5, 2025				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	477581380	477581380	100.0000	477581380	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	477581380	477581380	100.0000	477581380	0	100.0000	0.0000
Public-Institutions	E-Voting	1292124575	1140362394	88.2548	1126061942	14300452	98.7460	1.2540
	Poll							
	Postal Ballot (if applicable)							
	Total	1292124575	1140362394	88.2548	1126061942	14300452	98.7460	1.2540
Public- Non Institutions	E-Voting	111402235	3355346	3.0119	3348455	6891	99.7946	0.2054
	Poll							
	Postal Ballot (if applicable)							
	Total	111402235	3355346	3.0119	3348455	6891	99.7946	0.2054
Total		1881108190	1621299120	86.1885	1606991777	14307343	99.1175	0.8825
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	

Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Sunder Subramanian (DIN 08189901) as a Director of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	477581380	477581380	100.0000	477581380	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	477581380	477581380	100.0000	477581380	0	100.0000	0.0000
Public-Institutions	E-Voting	1292124575	1140581503	88.2718	1085684433	54897070	95.1869	4.8131
	Poll							
	Postal Ballot (if applicable)							
	Total	1292124575	1140581503	88.2718	1085684433	54897070	95.1869	4.8131
Public- Non Institutions	E-Voting	111402235	3355346	3.0119	3348017	7329	99.7816	0.2184
	Poll							
	Postal Ballot (if applicable)							
	Total	111402235	3355346	3.0119	3348017	7329	99.7816	0.2184
Total		1881108190	1621518229	86.2002	1566613830	54904399	96.6140	3.3860
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	

Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Sunder Subramanian (DIN 08189901) as a Whole Time Director of the Company and payment of remuneration to him				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	477581380	477581380	100.0000	477581380	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	477581380	477581380	100.0000	477581380	0	100.0000	0.0000
Public- Institutions	E-Voting	1292124575	1140581503	88.2718	1121142633	19438870	98.2957	1.7043
	Poll							
	Postal Ballot (if applicable)							
	Total	1292124575	1140581503	88.2718	1121142633	19438870	98.2957	1.7043
Public- Non Institutions	E-Voting	111402235	3355346	3.0119	3347004	8342	99.7514	0.2486
	Poll							
	Postal Ballot (if applicable)							
	Total	111402235	3355346	3.0119	3347004	8342	99.7514	0.2486
Total		1881108190	1621518229	86.2002	1602071017	19447212	98.8007	1.1993
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	

Resolution (5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Renewal of limit to issue Debentures on private placement basis by the Board				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	477581380	477581380	100.0000	477581380	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	477581380	477581380	100.0000	477581380	0	100.0000	0.0000
Public-Institutions	E-Voting	1292124575	1140615610	88.2744	1123586087	17029523	98.5070	1.4930
	Poll							
	Postal Ballot (if applicable)							
	Total	1292124575	1140615610	88.2744	1123586087	17029523	98.5070	1.4930
Public- Non Institutions	E-Voting	111402235	3355346	3.0119	3345181	10165	99.6971	0.3029
	Poll							
	Postal Ballot (if applicable)							
	Total	111402235	3355346	3.0119	3345181	10165	99.6971	0.3029
Total		1881108190	1621552336	86.2020	1604512648	17039688	98.9492	1.0508
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	



**REPORT OF THE SCRUTINIZER ON THE REMOTE E-VOTING (POSTAL BALLOT)
BY THE SHAREHOLDERS OF SHRIRAM FINANCE LIMITED**
*(Pursuant to Section 110 of the Companies Act, 2013 and Rule 20 and Rule 22 of the
Companies (Management and Administration) Rules, 2014, as amended)*

To

Chairman,

SHRIRAM FINANCE LIMITED,

Sri Towers, Plot No. 14A, South Phase,

Industrial Estate, Guindy, Chennai-600032

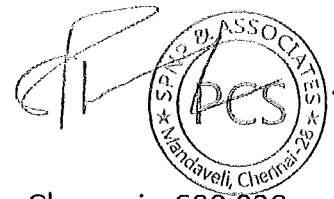
Dear Sir,

**Sub: Report of Scrutinizer pursuant to passing of resolutions through (postal ballot)
remote e-voting – reg.**

I, P. Sriram, Practicing Company Secretary, (Membership No. FCS 4862 and Certificate of Practice No. 3310), Partner, SPNP & Associates, Practicing Company Secretaries, was appointed by the Board of Directors of Shriram Finance Limited, CIN: L65191TN1979PLC007874 (hereinafter referred as "the Company") as the Scrutinizer for the purpose of scrutinizing the voting by postal ballot through remote e-voting and ascertaining the requisite majority on voting carried out in respect of the following resolutions as circulated in the Postal Ballot Notice dated October 31, 2025 pursuant to Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013 (the 'Act') read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended (the 'Rules'), (including any statutory modification(s) or re-enactment thereof for the time being in force), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), as amended, Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ('SS-2'), as amended and in accordance with General Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020 read with other relevant circulars



SPNP & ASSOCIATES
Practising Company Secretaries



No.10/28, II Floor, 3rd Cross Street, R.K. Nagar, Raja Annamalaipuram, Chennai - 600 028.
spnpassociates@gmail.com # Phone: 044 4215 3510, 4320 1250, Mobile: 95660 33011



including General Circular No. 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs, Government of India (any statutory modification(s) or re-enactment(s) thereof for the time being in force) ("MCA") (hereinafter collectively referred to as "MCA Circulars"):

- I. **Re-appointment of Mr. Jugal Kishore Mohapatra (DIN 03190289) as an Independent Director of the Company for the second term**
- II. **Re-designation of Mr. Parag Sharma (DIN 02916744) as Managing Director & Chief Executive Officer of the Company with effect from December 5, 2025**
- III. **Appointment of Mr. Sunder Subramanian (DIN 08189901) as a Director of the Company**
- IV. **Appointment of Mr. Sunder Subramanian (DIN 08189901) as a Whole Time Director of the Company and payment of remuneration to him**
- V. **Renewal of limit to issue Debentures on private placement basis by the Board**

As per guidelines prescribed by the MCA Circulars, hard copy of the Postal Ballot Notice, Postal Ballot Form and pre-paid business reply envelope were not sent to the shareholders for the Postal Ballot and the approval of the shareholders was sought only by means of remote e- voting.

In accordance with the MCA Circulars and Listing Regulations, the Company had made necessary arrangements with Central Depository Services (India) Limited (CDSL), the Service Provider for providing a system of recording votes of the shareholders electronically through remote e-voting and also organised through Integrated Registry Management Services Private Limited, its Registrar and Share Transfer Agent (herein after referred as "RTA" or "Integrated") to setup the e-voting facility on the CDSL e-voting platform available on its website: <https://www.evotingindia.com>.

The Postal Ballot Notice was sent to the Members whose names appeared in the List of Beneficial Owners received from National Securities Depository Limited ('NSDL') / Central Depository Services (India) Limited ('CDSL') ('Depositories') as at the close of business hours on **Friday, October 24, 2025 ('Cut-Off Date')** whose e-mail addresses were registered with the RTA.



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The Company through its RTA uploaded the resolutions together with explanatory statement on which e-voting was sought from the shareholders and for generating Electronic Voting Sequence Number (EVSN) by the Service Provider and also hosted the same in the website of the Company, <https://www.shriramfinance.in>.

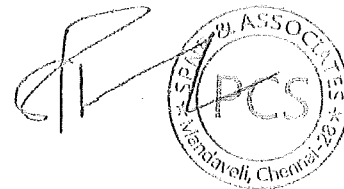
FURTHER, I REPORT THAT:

The Postal Ballot Notice dated October 31, 2025 was sent to 2,66,952 shareholders vide electronic mode to their email addresses registered with the Depository participant, as per the data downloaded from the NSDL/CDSL as on October 24, 2025. The Company had completed dispatch of Postal Ballot Notice through email on Saturday, November 01, 2025.

The remote e-voting period commenced on **Monday, November 03, 2025** 09:00 Hours IST and was closed on **Tuesday, December 02, 2025** at 17:00 Hours IST for the Members exercising their vote through electronic voting. The remote e-voting modules were disabled by CDSL for voting thereafter. All votes cast by e-voting through CDSL received up to **Tuesday, December 02, 2025** at 17:00 Hours (IST) being last date fixed by the Company for exercise of vote by electronic means, were considered for my scrutiny.

On scrutiny, I report that 2,371 Shareholders had exercised their vote through electronic voting (E-voting). The voting was reckoned in proportion to the paid-up value of the shares mentioned against the name of the Member in the Register of the Members on October 24, 2025.

The summary of the remote e-voting is as per the attached **Annexure 1** and the results of the remote e-voting in respect of Item Nos.:1, 2, 3, 4 & 5 are given hereunder:



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spnpassociates@gmail.com # Phone: 044 4215 3510, 4320 1250, Mobile: 9566033011



SPECIAL RESOLUTION ITEM NO. 1:

RE-APPOINTMENT OF MR. JUGAL KISHORE MOHAPATRA (DIN 03190289) AS AN INDEPENDENT DIRECTOR OF THE COMPANY FOR THE SECOND TERM

"RESOLVED THAT pursuant to Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 (hereinafter to be referred as '**the Act**') read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014 and any other rules framed thereunder and pursuant to Regulation 17, 25 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('**the Listing Regulations**'), the provisions of the Articles of Association of the Company and pursuant to the recommendation of the Nomination and Remuneration Committee ('**NRC**') and the Board of Directors of the Company, Mr. Jugal Kishore Mohapatra (DIN 03190289) who holds office of the Independent Director up to December 3, 2025 and who has submitted a declaration that he meets the criteria of independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations, and who is eligible for re-appointment and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a Member, signifying his intention to propose the candidature of Mr. Jugal Kishore Mohapatra for the office of Director, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, for a second term of 3 (three) consecutive years commencing from December 4, 2025 up to December 3, 2028 (both dates inclusive).

RESOLVED FURTHER THAT pursuant to the provision of sections 149, 197 and other applicable provisions of the Act and the rules made thereunder, Mr. Jugal Kishore Mohapatra be paid sitting fees and commission as may be approved by the NRC and/or the Board/ Members, as the case may be, subject to the limits prescribed under the Act.

RESOLVED FURTHER THAT the Board of Directors and the Company Secretary of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things and execute all such documents, instruments and writings as may be required to give effect to this resolution."



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Details	No. of Shareholders	No. of votes cast	Percentage (%)
Total Voting through Postal Ballot Received in:			
Electronic Mode	2367*	1,62,15,05,664	100
Physical Mode	NA	NA	NA
Less: Invalid Postal Ballot forms	NA	NA	NA
NET VALID POSTAL BALLOT IN PHYSICAL & ELECTRONIC MODE	2367	1,62,15,05,664	100
Postal Ballot with "ASSENT" to the SPECIAL RESOLUTION			
In Electronic Mode	2202	1,57,55,42,009	97.17
In Physical Mode	NA	NA	NA
Total Postal Ballot with "ASSENT" in Physical & Electronic Mode	2202	1,57,55,42,009	97.17
Postal Ballot with "DISSENT" to the SPECIAL RESOLUTION			
In Electronic Mode	173	4,59,63,655	2.83
In Physical Mode	NA	NA	NA
Total Postal Ballot with "DISSENT" in Physical & Electronic Mode	173	4,59,63,655	2.83

***Note: 8 Shareholders have split their entitlement of total number of votes partially in Favour and partially Against the Resolution No. 1.**

RESULT: Total votes for Item No. 1 polled FOR SPECIAL RESOLUTION is 97.17% and the total votes polled AGAINST SPECIAL RESOLUTION is 2.83%.



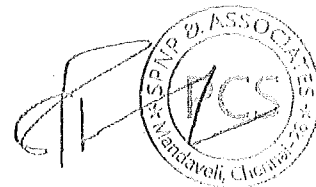
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ORDINARY RESOLUTION ITEM NO. 2:

RE-DESIGNATION OF MR. PARAG SHARMA (DIN 02916744) AS MANAGING DIRECTOR & CHIEF EXECUTIVE OFFICER OF THE COMPANY WITH EFFECT FROM DECEMBER 5, 2025

“RESOLVED THAT in partial modification of the ordinary resolutions passed by the Members of the Company, (i) at the 43rd Annual General Meeting held on June 23, 2022 approving the appointment of Mr. Parag Sharma (DIN 02916744) as a Whole Time Director designated as Joint Managing Director & Chief Financial Officer of the Company for a tenure of five years from December 13, 2021 to December 12, 2026; (ii) through postal ballot on February 21, 2023 approving the restructuring and revision of remuneration of Mr. Parag Sharma, Joint Managing Director & Chief Financial Officer, in accordance with Circular No. RBI/2022-23/36 DOR.GOV. REC.No.29/18.10.002/2022-23 dated April 29, 2022 issued by the Reserve Bank of India (“**RBI Circular**”) (now consolidated under ‘Master Direction – Reserve Bank of India (Non -Banking Financial Company – Scale Based Regulation) Directions, 2023’) & Company’s Remuneration Policy; and (iii) at the 45th Annual General Meeting held on July 30, 2024 approving his elevation and re-designation as Managing Director & CFO of the Company with effect from June 1, 2024 along with a revision in the term of his remuneration and pursuant to the applicable provisions of the Companies Act, 2013 and Rules framed thereunder, Securities and Exchange Board of India Regulations, RBI regulations/guidelines (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof for the time being in force) and pursuant to the recommendation of Nomination and Remuneration Committee and Board of Directors of the Company in their respective meetings held on October 30, 2025 and October 31, 2025, consent of the Members of the Company be and is hereby accorded for re-designation of Mr. Parag Sharma as Managing Director & Chief Executive Officer (“**Managing Director & CEO**”) of the Company with effect from December 5, 2025, on the same remuneration for the remainder of present term of his appointment i.e. up to December 12, 2026.



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RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

Details	No. of Shareholders	No. of votes cast	Percentage (%)
Total Voting through Postal Ballot Received in:			
Electronic Mode	2369*	1,62,12,99,120	100
Physical Mode	NA	NA	NA
Less: Invalid Postal Ballot forms	NA	NA	NA
NET VALID POSTAL BALLOT IN PHYSICAL & ELECTRONIC MODE	2369	1,62,12,99,120	100
Postal Ballot with "ASSENT" to the ORDINARY RESOLUTION			
In Electronic Mode	2314	1,60,69,91,777	99.12
In Physical Mode	NA	NA	NA
Total Postal Ballot with "ASSENT" in Physical & Electronic Mode	2314	1,60,69,91,777	99.12
Postal Ballot with "DISSENT" to the ORDINARY RESOLUTION			
In Electronic Mode	57	1,43,07,343	0.88
In Physical Mode	NA	NA	NA
Total Postal Ballot with "DISSENT" in Physical & Electronic Mode	57	1,43,07,343	0.88

***Note:** 2 Shareholders have split their entitlement of total number of votes partially in Favour and partially Against the Resolution No. 2

RESULT: Total votes for Item No. 2 polled **FOR** ORDINARY RESOLUTION is 99.12 % and the total votes polled **AGAINST** ORDINARY RESOLUTION is 0.88 %.



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ORDINARY RESOLUTION ITEM NO. 3:

APPOINTMENT OF MR. SUNDER SUBRAMANIAN (DIN 08189901) AS A DIRECTOR OF THE COMPANY

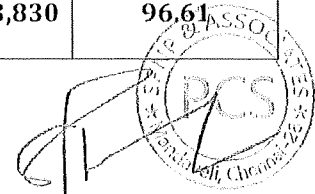
"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 (the 'Act'), the Companies (Appointment and Qualification of Directors) Rules, 2014 and any other applicable rules made thereunder and Regulation 17(1C) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof for the time being in force), Mr. Sunder Subramanian (DIN 08189901) who being eligible, is appointed as an Additional Director of the Company on October 31, 2025 by the Board of Directors of the Company based on the recommendation of the Nomination and Remuneration Committee in accordance with Article 21 of the Articles of Association of the Company and provisions of Section 161(1) of the Act and who holds the office only up to the date of the next Annual General Meeting of the Company and in respect of whom the Company has received a notice in writing from a member under section 160 of the Act proposing his candidature for the office of Director of the Company, be and is hereby appointed as a Non-Independent Director of the Company, who shall be liable to retire by rotation."

Details	No. of Shareholders	No. of votes cast	Percentage (%)
Total Voting through Postal Ballot Received in:			
Electronic Mode	2370*	1,62,15,18,229	100
Physical Mode	NA	NA	NA
Less: Invalid Postal Ballot forms	NA	NA	NA
NET VALID POSTAL BALLOT IN PHYSICAL & ELECTRONIC MODE	2370	1,62,15,18,229	100
Postal Ballot with "ASSENT" to the ORDINARY RESOLUTION			
In Electronic Mode	2287	1,56,66,13,830	96.61
In Physical Mode	NA	NA	NA
Total Postal Ballot with "ASSENT" in Physical & Electronic Mode	2287	1,56,66,13,830	96.61



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Postal Ballot with "DISSENT" to the ORDINARY RESOLUTION			
In Electronic Mode	90	5,49,04,399	3.39
In Physical Mode	NA	NA	NA
Total Postal Ballot with "DISSENT" in Physical & Electronic Mode	90	5,49,04,399	3.39

***Note: 7 Shareholders have split their entitlement of total number of votes partially in Favour and partially Against the Resolution No. 3**

RESULT: Total votes for Item No. 3 polled **FOR** ORDINARY RESOLUTION is 96.61% and the total votes polled **AGAINST** ORDINARY RESOLUTION is 3.39 %.

ORDINARY RESOLUTION ITEM NO. 4:

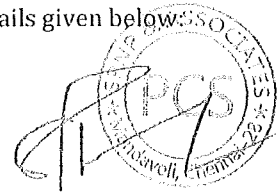
APPOINTMENT OF MR. SUNDER SUBRAMANIAN (DIN 08189901) AS A WHOLE TIME DIRECTOR OF THE COMPANY AND PAYMENT OF REMUNERATION TO HIM

"RESOLVED THAT in accordance with the provisions of Section 196, 197, 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 ('the Act'), the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and any other Rules framed thereunder, Master Direction – Reserve Bank of India (Non-Banking Financial Company – Scale Based Regulation) Directions, 2023 and Remuneration policy of the Company and on recommendation of Nomination and Remuneration Committee, Audit Committee and the Board of Directors of the Company, consent of the Members of the Company be and is hereby accorded for appointment of Mr. Sunder Subramanian (DIN 08189901) as a Whole Time Director of the Company, liable to retire by rotation, for a period of 5 (five) years with effect from October 31, 2025 to October 30, 2030 (both dates inclusive) to be designated as Joint Managing Director & Chief Financial Officer of the Company with effect from December 5, 2025 and that he shall perform such duties and exercise such powers as may from time to time be lawfully entrusted to and conferred upon him by the Board or its Committee and he be paid the remuneration by way of salary, variable remuneration, allowances, perquisites etc. as per the details given below:



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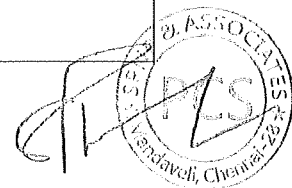




A. Fixed Pay:

Fixed Pay of Rs.1,21,67,760/- per annum or Rs.10,13,980/- per month, consisting of basic salary, allowances and contribution to provident fund, national pension scheme ('retirement benefits') as per the following:

Basic Salary	Rs.6,55,308/- per month
Contribution to Provident Fund	Rs.78,637/- per month (12% of the Basic Salary)
Contribution to National Pension Scheme	Rs.91,743/- per month (14% of the Basic Salary)
Allowances	
(i) Leave Travel Allowance	Maximum of Rs.6,00,000/- (Rupees Six Lakhs) per annum
(ii) Other allowances	Rs.1,52,390/- (Rupees One Lakh Fifty-Two Thousand Three Hundred and Ninety Only) per month
Perquisites:	
(i) Premium on Group Health/ Personal Accident / Life Insurance policies	As applicable to other employees in accordance with policy of the Company
(ii) Club Fees	Subscription limited to a maximum of two clubs. No life membership or admission fees shall be paid by the Company. All official expense in connection with such membership incurred would be reimbursed by the Company
(iii) Expenditure on official entertainment	Actuals
iv) Gratuity	Not exceeding half months' salary for each completed year of service
(v) Encashment of leave at the end of the tenure	As per policy of the Company.



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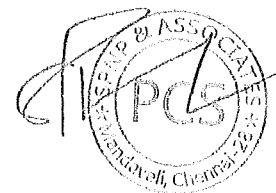


(vi) Telephone, mobile, internet, data card and other communication facilities at his residence	Expenses incurred shall be paid or reimbursed as per the rules of the Company
(vii) Leave	As per the Company's policy
(viii) Other benefits	As applicable to other employees in accordance with the Company's policy

The Board on the recommendation of the Nomination and Remuneration Committee may approve further increase in the Fixed Pay up to Rs.3,00,00,000/- per annum or Rs.25,00,000/- per month during the tenure of his appointment. The above-mentioned Fixed Pay will also cover the annual increase in his basic salary, allowances and retirement benefits as linked to the revision in the basic salary effective from April 1, 2026 till the end of his tenure. The quantum of the annual increase in the Fixed Pay will be performance-based and as may be decided by the Board of Directors on recommendation of the Nomination and Remuneration Committee.

B. Variable Pay:

i. In addition to the Fixed Pay as mentioned above, Mr. Sunder Subramanian will be entitled to performance-based variable pay linked to achievement of performance parameters as assessed by the Nomination and Remuneration Committee and the Board of Directors every year subject to limit of 50% of the Fixed Pay for every financial year or part thereof as determined by the Board of directors on the recommendation of the Nomination and Remuneration Committee.





ii. Mr. Sunder Subramanian will be entitled to grant of Stock Appreciation Rights ("SAR") Units under the Shriram Finance Limited Employees Phantom Stock Appreciation Rights Plan 2024 (PSAR Plan) or grant of options/units under any other share-linked employee benefit scheme/plan as may be framed by the Company in future such that the value of the benefit/perquisite arising out of grant of such SAR Units as per the vesting schedule of 4 years under PSAR Plan or grant of options/units under such other share-linked employee benefit scheme/plan as may be framed by the Company shall be subject to limit of 50% of the Fixed Pay drawn by Mr. Sunder Subramanian for every financial year or part there of as determined by the Board of directors on the recommendation of the Nomination and Remuneration Committee subject to achievement of his performance parameters as assessed by the Nomination and Remuneration Committee and the Board of Directors at their sole discretion.

Variable component of Remuneration:

Particulars	Proposed (in Rs.)
Variable Pay	Up to 100% of the Fixed Pay
1. Cash component	Up to 50% of Variable Pay
2. Non-Cash component (Share-Linked Instruments):	Up to 50% of Variable Pay
% of Variable Pay to Fixed Pay and	Up to 100% of the Fixed Pay
% of Variable Pay in Total Remuneration	Up to 50% of Total Remuneration

Other Applicable Terms:

- He shall not be paid any sitting fees for attending Meetings of the Board or Committee thereof.
- The Board may revise, alter and vary the terms and conditions of his appointment, including his remuneration within the above limits of remuneration fixed by the Members as mentioned in this resolution, in accordance with the policies of the Company, subject to the applicable provisions of Schedule V to the Act.
- Unless the Board decides otherwise, Mr. Sunder Subramanian will be liable to retire by rotation at the Annual General Meeting.



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RESOLVED FURTHER THAT if in any financial year, the Company has no profits or its profits are inadequate, Mr. Sunder Subramanian shall be entitled to receive the Fixed Pay as per clause (A) of this resolution including retirement, and other perquisites as set out above, subject to compliance with the applicable provisions of Schedule V to the Act.

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

Details	No. of Shareholders	No. of votes cast	Percentage (%)
Total Voting through Postal Ballot Received in:			
Electronic Mode	2370*	1,62,15,18,229	100
Physical Mode	NA	NA	NA
Less: Invalid Postal Ballot forms	NA	NA	NA
NET VALID POSTAL BALLOT IN PHYSICAL & ELECTRONIC MODE	2370	1,62,15,18,229	100
Postal Ballot with "ASSENT" to the ORDINARY RESOLUTION			
In Electronic Mode	2294	1,60,20,71,017	98.8
In Physical Mode	NA	NA	NA
Total Postal Ballot with "ASSENT" in Physical & Electronic Mode	2294	1,60,20,71,017	98.8
Postal Ballot with "DISSENT" to the ORDINARY RESOLUTION			
In Electronic Mode	85	1,94,47,212	1.2
In Physical Mode	NA	NA	NA
Total Postal Ballot with "DISSENT" in Physical & Electronic Mode	85	1,94,47,212	1.2

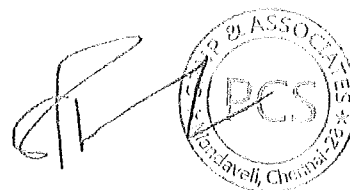
***Note:** 9 Shareholders have split their entitlement of total number of votes partially in Favour and partially Against the Resolution No. 4

RESULT: Total votes for Item No. 4 polled **FOR** ORDINARY RESOLUTION is 98.80% and the total votes polled **AGAINST** ORDINARY RESOLUTION is 1.20 %.



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SPECIAL RESOLUTION ITEM NO. 5:

RENEWAL OF LIMIT TO ISSUE DEBENTURES ON PRIVATE PLACEMENT BASIS BY THE BOARD

"RESOLVED THAT pursuant to Sections 23, 42, 71 and other applicable provisions of the Companies Act, 2013 ('the Act') read with Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and Rule 18 of the Companies (Share Capital and Debenture) Rules, 2014 (the 'Rules') and in accordance with the provisions of Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 ('Debt Regulations'), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as may be amended from time to time and the directions issued by the Reserve Bank of India ('RBI') as applicable to the Non-Banking Financial Companies ('NBFC') from time to time, and such other laws, regulations, circulars and directions as may be applicable to the Company, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as 'the Board' which term shall include Banking & Finance Committee or any other committee constituted by the Board) to make offer(s), invitation(s) to subscribe and issue redeemable non-convertible debentures (NCDs), subordinated debentures, bonds or any other structured/hybrid debt securities (hereinafter referred to as 'Debentures') at such face value as may be permissible under the Act, SEBI Regulations and RBI directions, as applicable, on private placement basis at par, discount or premium, in one or more tranches, during the period of one year from the date of passing of this resolution for a sum not exceeding Rs.35,000 Crores (Rupees Thirty Five Thousand Crores Only) within the overall borrowing limits of the Company approved by the Members, to the institutional investor, foreign institutional investors /foreign portfolio investors, qualified institutional buyers, banks, financial institutions, multilateral financial institutions, regional financial institutions, statutory corporation, state industrial development corporations, provident funds, pension funds, superannuation funds, gratuity funds, venture capital funds, alternate investments funds, insurance companies, mutual funds, national investments funds, insurance funds,



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non-institutional investors, companies, bodies corporates, societies, educational institutions and association of persons, trusts, scientific and / or industrial research organisations, partnership firm, Limited Liability Partnerships, resident individuals, High Net-worth Individuals (HNIs) Hindu Undivided Families (HUFs) and retail individual investors and such other potential investors/entities/persons eligible to subscribe the Debentures on such terms and conditions including the rate of interest/coupon, tenure, repayment and security cover thereof etc. as may be finalized by the Board.

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) be and is hereby authorised to determine the terms of the Issue, including the class of investors to whom the Debentures are to be offered and allotted, the numbers of Debentures to be offered and allotted in each tranche, issue price, tenor, interest rate, premium/discount to the then prevailing market price, amount of issue, discount to issue price to a class of debenture holders, listing, issuing any declaration/ undertaking, etc. required to be included in the Private Placement Offer Letter/ General Information Document (GID) /Key Information Document (KID) and any other regulatory requirement for the time being in force and to execute all such deeds, documents, instruments and writings as it may in its sole and absolute discretion deem necessary in relation thereto.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorised to do all such acts, deeds, matters and things and to take all such steps as may be required or considered necessary or incidental thereto for giving effect to this resolution.

RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers herein conferred to any director(s), key managerial person(s) and/or officer(s) of the Company, to give effect to the resolution."



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Details	No. of Shareholders	No. of votes cast	Percentage (%)
Total Voting through Postal Ballot Received in:			
Electronic Mode	2371*	1,62,15,52,336	100
Physical Mode	NA	NA	NA
Less: Invalid Postal Ballot forms	NA	NA	NA
NET VALID POSTAL BALLOT IN PHYSICAL & ELECTRONIC MODE	2371	1,62,15,52,336	100
Postal Ballot with "ASSENT" to the SPECIAL RESOLUTION			
In Electronic Mode	2274	1,60,45,12,648	98.95
In Physical Mode	NA	NA	NA
Total Postal Ballot with "ASSENT" in Physical & Electronic Mode	2274	1,60,45,12,648	98.95
Postal Ballot Forms with "DISSENT" to the SPECIAL RESOLUTION			
In Electronic Mode	102	1,70,39,688	1.05
In Physical Mode	NA	NA	NA
Total Postal Ballot with "DISSENT" in Physical & Electronic Mode	102	1,70,39,688	1.05

***Note: 5 Shareholders have split their entitlement of total number of votes partially in Favour and partially Against the Resolution No. 5**

RESULT: Total votes for Item No. 5 polled **FOR** SPECIAL RESOLUTION is 98.95% and the total votes polled **AGAINST** SPECIAL RESOLUTION is 1.05 %.



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RESULT OF THE REMOTE E-VOTING:

The Special Resolutions set out at Item Nos. 1 & 5 in the Notice of the Postal Ballot requires that the number of votes cast in favour of the resolutions shall not be less than three times the number of votes, if any, cast against the resolutions by Members so entitled and voting.

The Ordinary Resolutions set out at Item Nos. 2, 3 & 4 in the Notice of the Postal Ballot require that the number of votes cast in favour of the resolutions shall be simple majority than the number of votes cast against the resolutions by the Members so entitled and voting.

I report that all the said five Resolutions proposed in the said Postal ballot Notice dated October 31, 2025 have been passed by the shareholders with requisite majority on the last date of e-voting i.e. Tuesday, December 02, 2025.

Counter signed by For Shriram Finance Limited   U Balasundararao Company Secretary & Compliance Officer (Authorised by Chairman) Date: December 03, 2025 Place: Mumbai	For SPNP & Associates   P. Sriram Practising Company Secretary Membership No: FCS 4862 Certificate of Practice No: 3310 Peer Review No.: 1913/2022 UDIN: F004862G002172192 Date: December 03, 2025 Place: Chennai
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