Ref: STEC NSE/BSE 346/2021 July 31, 2021

The Secretary,
BSE Ltd
P J Towers,
Dalal St,
Mumbai 400 001

The Manager
National Stock Exchange of India Ltd
Exchange Plaza, 5th Floor
Plot No.C/1, G Block
Bandra- Kurla Complex Bandra (E)
Mumbai 400 051

Sir,

Ref: Scrip Code BSE – 532498 and NSE – SHRIRAMCIT

Sub: Voting results of Annual General Meeting held on July 29, 2021

Please find below the details of voting results of Annual General Meeting (AGM) of the shareholders of the Company held on Thursday, July 29, 2021 at 10.00 a m IST through video conferencing ("VC")/Other Audio Visual Means ("OAVM) from Chennai. The business items of the AGM were conducted through remote e-voting pursuant to Section 108 of the Companies Act, 2013 ('Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The remote e-voting system was open from Monday, July 26, 2021 at 10.00 a m to Wednesday, July 28, 2021 at 5.00 p m. Those who did not cast their votes through remote e-voting were given the opportunity to vote during the AGM through live e-voting upto the conclusion of the meeting. All the resolutions (Ordinary and Special) contained in the Notice of the AGM were approved by requisite majority of members and accordingly all the resolutions are declared to be passed at the AGM i.e. on July 29, 2021.

The following reports are attached herewith.

1. Consolidated report of the Scrutiniser for remote e-voting and e-voting during the AGM are attached in the prescribed format. (**Annexure 1).**

2. Notice of the Annual General Meeting dated April 30, 2021 **(Annexure 2)**.

This is an intimation under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We request you to kindly take the same on records.

Thanking you,
Yours faithfully,
For Shriram City Union Finance Limited,
CHITTA RANJAN DASH
Company Secretary

Digitally signed by CHITTA RANJAN DASH
DN: c=IN, o=Personal, pseudonym=253e75881954f0aed6096770336030e35c529e49b1591ac1efb56a0d4aa0fa45e9, postalCode=600059, st=TAMIL NADU, serialNumber=bba80f72467cc10e0197ab7abd40b8bf3ae10e30333e89c7c430fa8dca69393b, cn=CHITTA RANJAN DASH
Date: 2021.07.31 13:14:15 +05'30'

Encl:a/a.

Annexure I
Details of Results of Remote E-Voting and E-Voting at AGM Pursuant to Regulation 44(3) of SEBI (Listing Obligation and Disclosure Requirements) 2015

Date of the AGM/EGM	July 29, 2021
Total Number of Shareholders on record date	16711
No. of Shareholders Present in the meeting either in person or through proxy	NIL
Promoters and Promoter Group:	
Public:	
No. of Shareholders attended the meeting through Video Conferencing	66
Promoters and Promoter Group:	2
Public:	64

Agenda-wise disclosure (to be disclosed separately for each agenda item)

ITEM NO. 1:	**ADOPTION OF STANDALONE FINANCIAL STATEMENTS**							
Resolution required: (Ordinary/Special)	**Ordinary Resolution**							
Whether promoter/promoter group interested in the agenda/resolution?	**No**							
Category	**Mode of Voting**	**No. of Shares held (1)**	**No.of Votes polled (2)**	**% of Votes Polled on Outstanding Shares (3)=[(2)/(1)]* 100**	**No. of Votes - in favour (4)**	**No.of Votes -- against (5)**	**% of Votes in favour on votes polled (6)=[(4)/(2)]* 100**	**% of Votes against on votes polled (7) = [(5)/(2)]*100**
Promoter and Promoter Group	Remote E-Voting	22859977	22859977	100.00	22859977	0	100.00	**0.00**
	E-Voting at AGM		-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot(if applicable)		-	-	-	-	-	-
	Total	**22859977**	**22859977**	**100.00**	**22859977**	**0**	**100.00**	**0.00**
Public Institutions	Remote E-Voting	21216748	14554064	68.60	14554064	0	100.00	0.00
	E-Voting at AGM		-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot(if applicable)		-	-	-	-	-	-
	Total	**21216748**	**14554064**	**68.60**	**14554064**	**0**	**100.00**	**0.00**
Public Non-Institutions	Remote E-Voting	21928297	6596038	30.08	6596029	9	100.00	0.00
	E-Voting at AGM		-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot(if applicable)		-	-	-	-	-	-
	Total	21928297	6596038	30.08	6596029	9	100.00	0.00
Total		**66005022**	**44010079**	**66.68**	**44010070**	**9**	**100.00**	**0.00**

CHITTA RANJAN DASH

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ITEM NO. 2:	ADOPTION OF CONSOLIDATED FINANCIAL STATEMENTS							
Resolution required: (Ordinary/Special)	**Ordinary Resolution**							
Whether promoter/promoter group interested in the agenda/resolution?	**No**							
Category	**Mode of Voting**	**No. of Shares held (1)**	**No.of Votes polled (2)**	**% of Votes Polled on Outstanding Shares (3)=[(2)/(1)]* 100**	**No. of Votes - in favour (4)**	**No.of Votes -- against (5)**	**% of Votes in favour on votes polled (6)=[(4)/(2)]* 100**	**% of Votes against on votes polled (7) = [(5)/(2)]*100**
Promoter and Promoter Group	Remote E-Voting	22859977	22859977	100.00	22859977	0	100.00	**0**
	E-Voting at AGM		-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot(if applicable)		-	-	-	-	-	-
	Total	**22859977**	**22859977**	**100.00**	**22859977**	**0**	**100.00**	**0**
Public Institutions	Remote E-Voting	21216748	14554064	68.60	14554064	0	100.00	0.00
	E-Voting at AGM		-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot(if applicable)		-	-	-	-	-	-
	Total	**21216748**	**14554064**	**68.60**	**14554064**	**0**	**100.00**	**0.00**
Public Non-Institutions	Remote E-Voting	21928297	6596038	30.08	6596029	9	100.00	0.00
	E-Voting at AGM		-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot(if applicable)		-	-	-	-	-	-
	Total	**21928297**	**6596038**	**30.08**	**6596029**	**9**	**100.00**	**0.00014**
Total		**66005022**	**44010079**	**66.68**	**44010070**	**9**	**100.00**	**0.00002**

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Date: 2021.07.31 12:13:14 +05'30'

ITEM NO.3:	DECLARATION OF DIVIDEND							
Resolution required: (Ordinary/Special)	Ordinary Resolution							
Whether promoter/promoter group interested in the	No							
Category	Mode of Voting	No. of Shares held (1)	No.of Votes polled (2)	% of Votes Polled on Outstanding Shares (3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No.of Votes -- against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7) = [(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	22859977	22859977	100.00	22859977	0	100.00	**0.00**
	E-Voting at AGM		-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot(if applicable)		-	-	-	-	-	-
	Total	**22859977**	**22859977**	**100.00**	**22859977**	**0**	**100.00**	**0.00**
Public Institutions	Remote E-Voting	21216748	14584251	68.74	14584251	0	100.00	0.00
	E-Voting at AGM		-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot(if applicable)		-	-	-	-	-	-
	Total	**21216748**	**14584251**	**68.74**	**14584251**	**0**	**100.00**	**0.00**
Public Non-Institutions	Remote E-Voting	21928297	6596038	30.08	6596029	9	100.00	0.00
	E-Voting at AGM		-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot(if applicable)		-	-	-	-	-	-
	Total	**21928297**	**6596038**	**30.08**	**6596029**	**9**	**100.00**	**0.00**
Total		**66005022**	**44040266**	**66.72**	**44040257**	**9**	**100.00**	**0.00**

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Date: 2021.07.31 12:14:10 +05'30'

ITEM NO.4:	RETIREMENT BY ROTATION OF DIRECTOR SRI DURUVASAN RAMACHANDRA(DIN:00223052):							
Resolution required: (Ordinary/Special)	Ordinary Resolution							
Whether promoter/promoter group interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of Shares held (1)	No.of Votes polled (2)	% of Votes Polled on Outstanding Shares (3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No.of Votes -- against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7) = [(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	22859977	22859977	100.00	22859977	0	100.00	**0.00**
	E-Voting at AGM		-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot(if applicable)		-	-	-	-	-	-
	Total	**22859977**	**22859977**	**100.00**	**22859977**	**0**	**100.00**	**0.00**
Public Institutions	Remote E-Voting	21216748	13707491	64.61	13659306	48185	99.65	0.35
	E-Voting at AGM		-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot(if applicable)		-	-	-	-	-	-
	Total	**21216748**	**13707491**	**64.61**	**13659306**	**48185**	**99.65**	**0.35**
Public Non-Institutions	Remote E-Voting	21928297	6596038	30.08	6595944	94	99.99	0.00
	E-Voting at AGM		-	-	-	-	-	-
	Poll			0.00			0.00	0.00
	Postal Ballot(if applicable)		-	-	-	-	-	-
	Total	**21928297**	**6596038**	**30.08**	**6595944**	**94**	**100.00**	**0.00**
Total		**66005022**	**43163506**	**65.39**	**43115227**	**48279**	**99.89**	**0.11**

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Date: 2021.07.31 12:15:07 +05'30'

ITEM NO.5:	REMUNERATION OF AUDITORS							
Resolution required: (Ordinary/Special)	**Ordinary Resolution**							
Whether promoter/promoter group interested in the agenda/resolution?	**No**							
Category	**Mode of Voting**	**No. of Shares held (1)**	**No.of Votes polled (2)**	**% of Votes Polled on Outstanding Shares (3)=[(2)/(1)]* 100**	**No. of Votes - in favour (4)**	**No.of Votes -- against (5)**	**% of Votes in favour on votes polled (6)=[(4)/(2)]* 100**	**% of Votes against on votes polled (7) = [(5)/(2)]*100**
Promoter and Promoter Group	Remote E-Voting	22859977	22859977	100.00	22859977	0	100.00	**0.00**
	E-Voting at AGM		-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot(if applicable)		-	-	-	-	-	-
	Total	**22859977**	**22859977**	**100.00**	**22859977**	**0**	**100.00**	**0.00**
Public Institutions	Remote E-Voting	21216748	14584251	68.74	14584251	0	100.00	0.00
	E-Voting at AGM		-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot(if applicable)		-	-	-	-	-	-
	Total	**21216748**	**14584251**	**68.74**	**14584251**	**0**	**100.00**	**0.00**
Public Non-Institutions	Remote E-Voting	21928297	6596038	30.08	6596029	9	100.00	0.00
	E-Voting at AGM		-	-	-	-	-	
	Poll		-	-	-	-	-	-
	Postal Ballot(if applicable)		-	-	-	-	-	-
	Total	**21928297**	**6596038**	**30.08**	**6596029**	**9**	**100.00**	**0.00**
Total		**66005022**	**44040266**	**66.72**	**44040257**	**9**	**100.00**	**0.00**

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Date: 2021.07.31 12:16:24 +05'30'

ITEM NO.6:	BORROWING POWERS OF THE BOARD							
Resolution required: (Ordinary/Special)	**SPECIAL RESOLUTION**							
Whether promoter/promoter group interested in the agenda/resolution?	**No**							
Category	**Mode of Voting**	**No. of Shares held (1)**	**No.of Votes polled (2)**	**% of Votes Polled on Outstanding Shares (3)=[(2)/(1)]* 100**	**No. of Votes - in favour (4)**	**No.of Votes -- against (5)**	**% of Votes in favour on votes polled (6)=[(4)/(2)]* 100**	**% of Votes against on votes polled (7) = [(5)/(2)]*100**
Promoter and Promoter Group	Remote E-Voting	22859977	22859977	100.00	22859977	0	100.00	**0.00**
	E-Voting at AGM		-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot(if applicable)		-	-	-	-	-	-
	Total	**22859977**	**22859977**	**100.00**	**22859977**	**0**	**100.00**	**0.00**
Public Institutions	Remote E-Voting	21216748	14584251	68.74	14514739	69512	99.52	0.48
	E-Voting at AGM		-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot(if applicable)		-	-	-	-	-	-
	Total	**21216748**	**14584251**	**68.74**	**14514739**	**69512**	**99.52**	**0.48**
Public Non-Institutions	Remote E-Voting	21928297	6596038	30.08	6595119	919	99.99	0.01
	E-Voting at AGM		-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot(if applicable)		-	-	-	-	-	-
	Total	**21928297**	**6596038**	**30.08**	**6595119**	**919**	**99.99**	**0.01**
Total		**66005022**	**44040266**	**66.72**	**43969835**	**70431**	**99.84**	**0.16**

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Date: 2021.07.31 12:18:10 +05'30'

ITEM NO.7:	ALTERATION OF ARTICLES OF ASSOCIATION							
Resolution required: (Ordinary/Special)	**Special Resolution**							
agenda/resolution?	**No**							
Category	**Mode of Voting**	**No. of Shares held (1)**	**No.of Votes polled (2)**	**% of Votes Polled on Outstanding Shares (3)=[(2)/(1)]* 100**	**No. of Votes - in favour (4)**	**No.of Votes -- against (5)**	**% of Votes in favour on votes polled (6)=[(4)/(2)]* 100**	**% of Votes against on votes polled (7) = [(5)/(2)]*10 0**
Promoter and Promoter Group	Remote E-Voting	22859977	22859977	100.00	22859977	0	100.00	**0.00**
	E-Voting at AGM		-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot(if applicable)		-	-	-	-	-	-
	Total	**22859977**	**22859977**	**100.00**	**22859977**	**0**	**100.00**	**0.00**
Public Institutions	Remote E-Voting	21216748	14584251	68.74	14584251	0	100.00	0.00
	E-Voting at AGM		-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot(if applicable)		-	-	-	-	-	-
	Total	**21216748**	**14584251**	**68.74**	**14584251**	**0**	**100.00**	**0.00**
Public Non-Institutions	Remote E-Voting	21928297	6596038	30.08	6595129	909	99.99	0.01
	E-Voting at AGM		-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot(if applicable)		-	-	-	-	-	-
	Total	**21928297**	**6596038**	**30.08**	**6595129**	**909**	**99.99**	**0.01**
Total		**66005022**	**44040266**	**66.72**	**44039357**	**909**	**100.00**	**0.00**

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Date: 2021.07.31 12:10:41 +05'30'

P Sriram & Associates
Practising Company Secretaries

CONSOLIDATED REPORT OF THE SCRUTINIZER

(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(xii) of the Companies (Management and Administration) Rules, 2014)

To
The Chairperson of
Shriram City Union Finance Limited,
No: 123, AngappaNaicken Street,
Chennai-600001.

THIRTY FIFTH ANNUAL GENERAL MEETING OF THE EQUITY SHAREHOLDERS OF SHRIRAM CITY UNION FINANCE LIMITED, CIN-L65191TN1986PLC012840 HELD ON THURSDAY, JULY29, 2021 AT 10:00 AM THROUGH VIDEO CONFERENCING/OTHER AUDIO VISUAL MEANS ("VC"/OAVM")

In light of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs ("MCA") vide its Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020, Circular No.20/2020 dated May 5, 2020 (collectively referred to as "MCA circulars") and SEBI Vide Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and Circular No.SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 (collectively referred to as "SEBI circulars") permitted the holding of the Annual General Meeting ("AGM") through Video Conferencing/Other Audio Visual means ("VC"/OAVM") without the physical presence of the Members at a common venue.

P.SRIRAM
SCRUTINIZER

No.10/17, Anandam Colony, South Canal Bank Road, Mandaveli, Chennai - 600 028.
Phone : 044-4215 3510, 4512 8000, Mobile : 95660 33011 E-mail : info@prowiscorporate.com

In compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015 and MCA circulars, the AGM of the Company was held through VC/OAVM and the facility to appoint proxy(ies) to attend and cast vote for the members was not made available at this AGM. Members were given the option of voting via remote e- voting and e-voting at the meeting as detailed in the Notice of the AGM and the Members who attended the meeting through VC/OAVM were counted for the purpose of reckoning the quorum under Section 103 of the Act.

I,P.Sriram, Practicing Company Secretary, Membership No-4862 and Certificate of Practice No-3310 was appointed as Scrutinizer by the Board of Directors of M/s Shriram City Union Finance Limited, CIN-L65191TN1986PLC012840 ("Company") for the purpose of voting by electronic means(remote e-voting) and was also appointed as the scrutinizer for the purpose of e- voting at the Company's Annual General Meeting held on July 29, 2021 ("AGM") through video conferencing 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 ('Rules') and pursuant to the Regulation 44 of the SEBI (Listing obligations and Disclosure Requirements) Regulations 2015, in respect of resolutions contained in the Notice of AGM dated April 30, 2021.

The management of the Company is responsible to ensure the compliance with the requirements of the Act and Rules relating to voting through electronic means i.e. by remote e-voting and e-voting at the AGM through VC/OAVM for the resolutions contained in the Notice.My responsibility as scrutinizer is restricted to ensure conduct of remote e-voting and e-voting at the AGM in fair and transparent manner and to make a Consolidated Scrutinizer's Report of the votes cast 'For' or 'Against' the resolutions stated in the Notices.

P.SRIRAM
SCRUTINIZER

Report on Scrutiny:

1. The Company has entered into an arrangement with Central Depository Services (India) Limited ("CDSL"), the Agency authorized under the Rules and engaged by the Company to provide e-voting facilities for voting through electronic means to all the members who were eligible to take part in the remote e-voting and e-voting at the AGM.

2. The cut-off date for the purposes of identifying the shareholders who will be entitled to vote on the resolution by remote e-voting placed for approval of the shareholders was July 22, 2021.

3. As prescribed in the Rules, remote e-voting facility was kept open for three days from Monday, July 26, 2021 at 10.00 A.M to Wednesday, July 28, 2021 till 5.00 P.M.

4. As on the cut-off date i.e., July 22, 2021, there were 16,711 Shareholders of the Company.

5. At the end of remote e-voting period on July 28, 2021 at 5:00 PM, voting portal of CDSL was blocked forthwith.

6. 66 Shareholders attended the AGM through VC/OAVM and were counted for the purpose of reckoning the quorum under Section 103 of the Act.

P. Sriram & Associates * PCS * Nandaveli, Chennai-28

P.SRIRAM
SCRUTINIZER

7. After the conclusion of the AGM on Friday, July 29, 2021 at 11:03 AM the votes cast through remote e-voting and e-voting at the AGM were unblocked by me in the presence of Ms. Nithya Pasupathy and Ms. K Jayalakshmi.

8. The voting records of votes cast at the AGM and remote e-voting records were reconciled with the records maintained by M/s Integrated Registry Management Services Private Limited, the Registrar and Share Transfer Agents (RTA) of the Company along with the authorizations lodged with the RTA/Company. The voters were also scrutinized for the purpose of eliminating duplicate voting (i.e.) on remote e-voting as well as voting at the AGM through VC/OAVM.

9. The total votes casted in favour or against all the resolutions proposed in the Notice of the AGM are as under :

P.SRIRAM
SCRUTINIZER

P Sriram & Associates
Practising Company Secretaries

CONSOLIDATED REPORT ON RESULT OF VOTING THROUGH ELECTRONIC MEANS AND E- VOTING AT THE AGM IS AS UNDER:

ITEM NO. 1: AS AN ORDINARY RESOLUTION

ADOPTION OF STANDALONE FINANCIAL STATMENTS:

Voting	Voted in favour of the resolution		Voted against the resolution		Votes invalid	
	Through E-voting at AGM	Through remote E-voting	Through E-voting at AGM	Through remote E-voting	Through E-voting at AGM	Through remote E-voting
Number of Members voted (in person)	-	194	-	5	-	-
Number of Votes Cast by Members	-	44010070	-	9	-	-
% of total number of valid votes cast	-	99.99	-	0.01	-	-

CONSOLIDATED RESULT ON VOTING OF ITEM NO: 1

PERCENTAGE OF VOTES IN FAVOUR– 99.99

PERCENTAGE OF VOTES AGAINST – 0.01

P. Sriram & Associates PCS Malaveli, Chennai-28

P.SRIRAM
SCRUTINIZER

ITEM NO.2: AS AN ORDINARY RESOLUTION

ADOPTION OF CONSOLIDATED FINANCIAL STATEMENTS

Voting	Voted in favour of the resolution		Voted against the resolution		Votes invalid	
	Through E-voting at AGM	Through remote E-voting	Through E-voting at AGM	Through remote E-voting	Through E-voting at AGM	Through remote E-voting
Number of Members voted (in person)	-	194	-	5	-	-
Number of Votes Cast by Members	-	44010070	-	9	-	-
% of total number of valid votes cast	-	99.99	-	0.01	-	-

CONSOLIDATED RESULT ON VOTING OF ITEM NO: 2

PERCENTAGE OF VOTES IN FAVOUR–99.99

PERCENTAGE OF VOTES AGAINST –0.01

P.SRIRAM
SCRUTINIZER

ITEM NO. 3 AS AN ORDINARY RESOLUTION

DECLARATION OF DIVIDEND.

Voting	Voted in favour of the resolution		Voted against the resolution		Votes invalid	
	Through E-voting at AGM	Through remote E-voting	Through E-voting at AGM	Through remote E-voting	Through E-voting at AGM	Through remote E-voting
Number of Members voted (in person)	-	195	-	5	-	-
Number of Votes Cast by Members	-	44040257	-	9	-	-
% of total number of valid votes cast	-	99.99	-	0.01	-	-

CONSOLIDATED RESULT ON VOTING OF ITEM NO: 3

PERCENTAGE OF VOTES IN FAVOUR – 99.99

PERCENTAGE OF VOTES AGAINST –0.01

P.SRIRAM
SCRUTINIZER

ITEM NO. 4 AS AN ORDINARY RESOLUTION

RETIREMENT BY ROTATION OF DIRECTOR SRI DURUVASAN RAMACHANDRA(DIN:00223052):

Voting	Voted in favour of the resolution		Voted against the resolution		Votes invalid	
	Through E-voting at AGM	Through remote E-voting	Through E-voting at AGM	Through remote E-voting	Through E-voting at AGM	Through remote E-voting
Number of Members voted (in person)	-	189	-	9	-	-
Number of Votes Cast by Members	-	43115227	-	48279	-	-
% of total number of valid votes cast	-	99.89	-	0.11	-	-

CONSOLIDATED RESULT ON VOTING OF ITEM NO: 4 :

PERCENTAGE OF VOTES IN FAVOUR–99.89

PERCENTAGE OF VOTES AGAINST -0.11

P.Sriram & Associates * PCS * Mandaveli, Chennai-28

P.SRIRAM
SCRUTINIZER

ITEM NO.5AS AN ORDINARY RESOLUTION

REMUNERATION OF AUDITORS

Voting	Voted in favour of the resolution		Voted against the resolution		Votes invalid	
	Through E-voting at AGM	Through remote E-voting	Through E-voting at AGM	Through remote E-voting	Through E-voting at AGM	Through remote E-voting
Number of Members voted (in person)	-	195	-	5	-	-
Number of Votes Cast by Members	-	44040257	-	9	-	-
% of total number of valid votes cast	-	99.99	-	0.01	-	-

CONSOLIDATED RESULT ON VOTING OF ITEM NO : 5 :

PERCENTAGE OF VOTES IN FAVOUR –99.99

PERCENTAGE OF VOTES AGAINST –0.01

P.SRIRAM
SCRUTINIZER

ITEM NO. 6: AS A SPECIAL RESOLUTION

BORROWING POWERS OF THE BOARD

Voting	Voted in favour of the resolution		Voted against the resolution		Votes invalid	
	Through E-voting at AGM	Through remote E-voting	Through E-voting at AGM	Through remote E-voting	Through E-voting at AGM	Through remote E-voting
Number of Members voted (in person)	-	186	-	14	-	-
Number of Votes Cast by Members	-	43969835	-	70431	-	-
% of total number of valid votes cast	-	99.84	-	0.16	-	-

CONSOLIDATED RESULT ON VOTING OF ITEM NO: 6:

PERCENTAGE OF VOTES IN FAVOUR – 99.84

PERCENTAGE OF VOTES AGAINST – 0.16

P. Sriram & Associates PCS Mandaveli, Chennai-28

P.SRIRAM
SCRUTINIZER

ITEM NO. 7 : AS A SPECIAL RESOLUTION

ALTERATION OF ARTICLES OF ASSOCIATION.

Voting	Voted in favour of the resolution		Voted against the resolution		Votes invalid	
	Through E-voting at AGM	Through remote E-voting	Through E-voting at AGM	Through remote E-voting	Through E-voting at AGM	Through remote E-voting
Number of Members voted (in person)	-	194	-	6	-	-
Number of Votes Cast by Members	-	44039357	-	909	-	-
% of total number of valid votes cast	-	**99.99**	-	**0.01**	-	-

CONSOLIDATED RESULT ON VOTING OF ITEM NO: 7:

PERCENTAGE OF VOTES IN FAVOUR –99.99

PERCENTAGE OF VOTES AGAINST – 0.01

P.SRIRAM
SCRUTINIZER

10. It is to be noted that the shareholders/members

a) Who abstained from voting on specific resolutions under remote e-voting were not considered for reckoning valid votes.

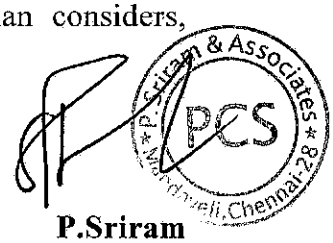
b) Who voted by way of remote e-voting and voted at the AGM through VC/OAVM, then votes casted by him/ her by way of remote e-voting were only considered.

c) Whovoted through e-voting made available during the AGM but did not participate in the meeting through VC/OAVM then the votes cast by the shareholders were considered as invalid as e-voting during the meeting was available only to shareholders attending the meeting.

11. Based on the voting reported in the above tables all resolutions are passed with requisite majority in the AGM.The Chairperson can announce the results accordingly.

12. A Compact Disc ("CD") containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed herewith.

13. The Electronic Data and all other relevant records relating to the remote e-voting and e-voting at the AGM are under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.



P.Sriram
Practicing Company Secretary
Membership No: 4862
Certificate of practice No: 3310
UDIN:F004862C000706191

Date: 29/07/2021
Place: Chennai

SHRIRAM CITY UNION FINANCE LIMITED

CIN: L65191TN1986PLC012840

Regd. office: 123, Angappa Naicken Street, Chennai 600 001,

Tamil Nadu. Telephone No + 91 44 25341431

Secretarial Office: 144,Santhome High Road, Mylapore, Chennai-600004.

Telephone No +91 44 43925300

Website: www.shriramcity.in ; Email: sect@shriramcity.in

NOTICE OF THE THIRTY FIFTH ANNUAL GENERAL MEETING OF THE MEMBERS

Notice is hereby given to the members of Shriram City Union Finance Limited, Corporate Identification Number - L65191TN1986PLC012840 ("Company") that Thirty Fifth Annual General Meeting ("AGM") of the members of the Company will be held on Thursday, July 29, 2021 at 10 a m IST through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM")at Chennai to transact the following business.

ORDINARY BUSINESS:

Item no - 1: Adoption of standalone financial statements

To receive, consider and adopt the audited standalone financial statements of the Company for the financial year ended March 31, 2021 together with the Reports of the Board of Directors and Auditors thereon.

"RESOLVED THAT the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2021, together with the Reports of the Board of Directors and the Auditors thereon be and are hereby considered and adopted."

Item no - 2: Adoption of consolidated financial statements

To receive, consider and adopt the audited consolidated financial statements of the Company for the financial year ended March 31, 2021 together with the report of the Auditors thereon.

"RESOLVED THAT the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2021, together with the Report of the Auditors be and are hereby considered and adopted."

Item no-3 : Declaration of dividend

(i) To declare final dividend of ₹ 13/- per equity share of ₹ 10 each of the Company.

"RESOLVED THAT the Members of the Company declare and authorise payment of final dividend of ₹ 13/- (Rupees Thirteen only) per equity share of face value of of ₹ 10 each subject to deduction of tax at source, as applicable for the financial year ended March 31, 2021 to those Members whose names appeared in the Register of Members or who were beneficial owners of equity shares of the Company as on the record date being July 22, 2021.

(ii) To confirm the payment of interim dividend (first and second) @ ₹10 respectively per equity share of ₹ 10 each of the Company and paid during the financial year ended March 31, 2021.

"RESOLVED THAT the Members of the Company record and confirm payment of Interim Dividend (first) of ₹ 10 (Rupees ten only) per equity share of face value of ₹ 10 each aggregating to an amount of ₹ 66,00,43,220/- (Rupees Sixty six crores forty three thousand two hundred twenty only) subject to deduction of tax at source, as applicable for the financial year ended March 31, 2021 paid on November 23, 2020 .

"RESOLVED THAT the Members of the Company record and confirm payment of Interim Dividend (second) of ₹ 10 (Rupees ten only) per equity share of face value of ₹ 10 each aggregating to an amount of and ₹ 66,00,50,220/- (Rupees Sixty six crores fifty thousand two hundred and twenty) subject to deduction of tax at source, as applicable for the financial year ended March 31, 2021 paid on April 19, 2021."

Item no-4 : Retirement of Director by rotation

To consider and if thought fit, to pass the following resolution as an ORDINARY RESOLUTION.

To appoint a Director in place of Sri Duruvasan Ramachandra (holding Director Identification Number 00223052) who retires by rotation under Section 152 (6) of the Companies Act, 2013 and being eligible seeks re-appointment.

"RESOLVED THAT the approval of members of the Company be and hereby accorded, pursuant to Section 152 and other applicable provisions of Companies Act, 2013 to the re-appointment of Sri Duruvasan Ramachandra (holding Director Identification Number 00223052) as a Director of the Company liable to retire by rotation."

Item no - 5 : Remuneration of Auditors

To fix remuneration of Auditors of the Company.

"RESOLVED THAT pursuant to Section 142 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), the Companies (Audit and Auditors) Rules, 2014 , any statutory modification(s) or re-enactment and subject to Circular/Guidelines/Regulations of the Reserve Bank of India for the time being in force, the Company fixes the remuneration for the financial year 2021-22 of Auditors of the Company, M/s G D Apte & Co, Chartered Accountants, Firm Registration No-100515W ("GDA") who were appointed as the Auditors of the Company to hold office from the conclusion of 32nd Annual General Meeting till the conclusion of 36th Annual General Meeting to an amount totalling to ₹ 33,27,500/- (Rupees thirty three lakhs twenty seven thousand and five hundred only) or such amount on pro-rata basis depending on the scope of work, period of office in the event of holding such office for part of the financial year 2021-22 (excluding reimbursement of expenses, applicable taxes, remuneration for other services provided and subject to deduction of applicable taxes at source) as fixed by the Board of Directors in consultation with GDA ."

SPECIAL BUSINESS:

Item no -6: Borrowing Powers of the Board

To consider and if thought fit, to pass the following resolutions as SPECIAL RESOLUTION(S).

"RESOLVED THAT in supersession of the Special resolutions passed at the Thirty fourth Annual General Meeting of the Company held on July 31, 2020 and pursuant to Section 180 (1) (c), 42, 62, 71 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") and relevant Rules prescribed under the Act, (including any statutory modifications and re-enactment thereof for the time being in force) applicable regulations of Securities and Exchange Board of India, Reserve Bank of India and any other applicable regulations, if any, the approval of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter called "Board", which term shall be deemed to include any duly authorised Committee thereof, which the Board may have constituted or hereinafter constitute from time to time by whatever name called to exercise it's power including the power conferred by this resolution) to borrow for the purpose of the business of the Company from time to time any sum(s) of money(s), long term or short term, fund based or non-fund based, in Indian Rupee or in any foreign currency, unsecured or secured by mortgage, charge, hypothecation, lien, pledge or otherwise of the Company's assets and properties for and on behalf of the Company by way of loan(s), financial assistance(s), commercial paper(s), senior note(s), rupee denominated bonds, off shore markets, issuance of bond(s) in whatever name called from bank(s), banking company(ies), financial institution(s), body(ies) corporate(s), person(s) **AND** by way of invitation, offer, issue and allotment of redeemable non convertible debenture(s), subordinated debt(s), security(ies), debt security(ies), bond(s), any paper(s) convertible or non convertible or partly convertible at premium or at discount, in one or more on private placement basis as well as public issue from any or all the Entity(ies) [the term "Entity" shall be deemed to include, individuals, persons, Banks, Institutional Investors, Foreign Institutional Investors ("FIIs"), Foreign Portfolio Investors ("FPIs"), Qualified Institutional Buyers ("QIBs"), Financial Institutions ("FIs"), Statutory Corporations, Statutory Bodies, Trusts, Provident Funds, Pension Funds, Superannuation Funds, Gratuity Funds, Alternate Investment Funds, Insurance Companies, Companies, Societies, Educational Institutions, Association of Persons, Body of Individuals, Scientific and Research Organisations/Associations, Partnerships, Firms, Limited Liability Partnerships, Resident Individuals, Non Resident Individuals ("NRIs"), High Net worth Individuals ("HNIs"), Hindu Undivided Families ("HUFs"), Shareholders, Members, Employees, Director(s)/Key Managerial Personnel(s) ("KMP"), Relation(s) of Director(s)/ KMP(s), Related Party(ies) any person/institution as the Board may decide from time to time] separately or any combination thereof by any permissible methods as the Board may decide including but not limited to shelf prospectus, prospectus, information memorandum, shelf disclosure document, offer document, any other document or otherwise **AND** by way of acceptance of deposits/loans from any or all of the Entity(ies) referred above, any combination thereof **AND** by way of any other permissible instruments or methods of borrowings on such terms and conditions as the Board may deem fit notwithstanding that the monies to be borrowed together with the monies already borrowed by the Company, apart from temporary loans obtained and/or to be obtained from the Company's bankers in the ordinary course of business will or may exceed the aggregate of the paid up share capital, free reserves and securities premium of the Company so that the total amount outstanding at any point of time shall not exceed ₹ 40,000 crores (Rupees forty thousand crores).

RESOLVED FURTHER THAT for the purpose of giving effect to the foregoing resolution and without being required to seek further consent or approval of the Members or otherwise for this purpose that they shall be deemed to have given their approval thereto expressly by authority of this resolution, the Board be and is hereby authorised to do all acts, deeds, matters and things to give full effect to the aforesaid resolution, settle and clarify any question or difficulty, finalise the form, content, extent and manner of

documents and deeds, whichever applicable and execute all deeds, documents, instruments and writing, for the purpose mentioned in the aforesaid resolution in consultation with the Entities referred in aforesaid resolution and for reserving the aforesaid right."

Item No - 7 : Alteration of Articles of Association

To consider and if thought fit, to pass, with or without modification(s), the following resolution as a SPECIAL RESOLUTION

"RESOLVED THAT the existing Article number 26.2 of the Articles of Association of the Company be substituted/ replaced with the following.

"Seal 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, except in presence of (i) two Directors, or (ii) the Secretary or (iii) such other person (s) as the Board/Committee may appoint for the purpose of affixing the Seal. The two Directors or Secretary or such other person(s) as aforesaid shall sign every instrument to which the Seal is so affixed in their presence."

By Order of the Board
For Shriram City Union Finance Limited

Place : Chennai
Date : April 30, 2021

C R Dash
Company Secretary

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 (1) OF THE COMPANIES ACT, 2013

ANNEXURE

Information required under Regulation 36 (3) of the LODR & SS2

Name of the Director	**Sri Duruvasan Ramachandra**
Citizenship	Indian
Date of Birth/ Age	April 12, 1962/58 yrs
DIN	00223052
Date of first appointment on the Board of Directors	July 1, 2019
Qualifications	B Com
Nature of Expertise in specific functional areas	Financial Service business
Directorship held in other Companies	1. CES Limited 2. Shriram Life Insurance Company Limited 3. Shriram Capital Limited
Membership/Chairmanship of Committees of other public companies (includes only Audit Committees and Stakeholders Relationship Committee)	Member of Audit Committee and Stakeholders Relationship Committee - CES Limited
Disclosure of relationships between directors/Key Managerial Personnel inter-se	There is no inter-se relationship between Sri Duruvasan Ramachandra and the directors on the Board of Directors of the Company and Key Managerial Personnel
Terms and conditions of re-appointment	Sri Duruvasan Ramachandra is liable to retire by rotation
Number of Meetings attended	7 out of 7 meetings held during 2020-21
Shareholding in the Company	Nil
Remuneration Paid during 2020-21 (₹ in lacs)	NA
Remuneration payable (₹in lacs)	NA

Item No. 5

Pursuant to the provisions of Section 139 of the Companies Act, 2013 ("the Act") and the Companies (Audit and Auditors) Rules, 2014 M/s G D Apte & Co, Chartered Accountants, Pune, Firm Registration No-100515W were appointed as Statutory Auditors of the Company at the 32nd Annual General Meeting ("AGM") of the Company held on June 30, 2017 to hold office from the conclusion of the 32nd AGM until the conclusion of the 36th AGM of the Company.

The Company seeks approval of Members every year at the AGM for payment of remuneration (exclusive of reimbursement of expenses, applicable taxes, remuneration for other services provided and subject to deduction of applicable taxes at source) to the Statutory Auditors .In the ensuing AGM, the Company seeks the approval of members for the fees (exclusive of reimbursement of expenses, applicable taxes, remuneration for other services provided and subject to deduction of applicable taxes at source) payable to GDA for the financial year 2021-22 based on recommendation of the Audit and Risk Management Committee ("ARMC") and approval of the Board of Directors pursuant to Section 142 of the Act.

The RBI vide its guidelines/circular no RBI/ 2021-22/ 25 Ref. No. DoS. CD. ARG/ SEC.01/ 08.91.001/ 2021-22 dated April 27, 2021 has specified the criteria for appointment of Auditors by Non-Banking Financial Company ("NBFC") from FY22. The RBI, has given flexibility to NBFCs to adopt these guidelines from second half of the Financial Year 2021-22 ("H2FY22") in order to ensure no disruption. Accordingly, the NBFCs shall appoint Statutory Auditors for a continuous period of three years from FY22. GDA, the Statutory Auditors of the Company has conducted audit of the accounts of the Company for four consecutive financial years ending March 31, 2021. In the event RBI modifies/changes above stated regulation, then modified/changed regulation would apply to the Company from such date as may be mentioned. Due to the application of the said guidelines, if GDA continues as the auditor of the Company for part of FY22, then it need to be remunerated for that. It is proposed that GDA, the Statutory Auditors of the Company will continue to hold their office till such period as may be permitted by law. If GDA continues as the auditor of the Company for full FY22, then it is proposed to pay their remuneration for conducting audit of Company's accounts for full financial year ending March 31, 2022. In the event,

GDA continues to be auditor of the Company for part of FY22, then it is proposed to pay remuneration to GDA, the Statutory Auditors on pro-rata basis as may be fixed by the Board of Directors of the Company depending upon scope of their work, time consumed for holding the office of the Statutory Auditors for part of FY22. The fees of ₹ 33,27,500/- (Rupees thirty three lakhs twenty seven thousand and five hundred only) (excluding reimbursement of expenses, applicable taxes, remuneration for other services provided and subject to deduction of applicable taxes at source) is proposed to be paid for being in office for full FY22 or such amount on pro-rata basis depending on the scope of work, period of office been in office for part of FY22. The ARMC and Board have recommended passing of this resolution.

None of the Directors, Key Managerial Personnel of the Company and their relatives thereof are interested or concerned financial or otherwise in the proposed resolution except to the extent of their holdings in securities of the Company, if any. The Audit Committee and the Board of Directors recommend passing of the resolution as set out in No 5 of the Notice.

Item No: 6

The Company is a Non-Banking Finance Company and provides loans under various products to its borrowers. Borrowing is one of the source of raising funds for the Company for onward lending and other purposes. At the 34th Annual General Meeting ("AGM") held on July 31, 2020 Board of Directors was authorised under Section 180 (1) (c) of the Act to borrow upto a limit of ₹ 40,000 crores apart from temporary loans obtained/to be obtained from the bankers (by way of cash credit limits and working capital demand loans) in the ordinary course of business. Section 180 (1) (c) of the Act provides that the Board of Directors of a Company shall only with the consent of the Company by a special resolution borrow money together with money already borrowed (apart from temporary loans obtained and /or to be obtained from Company's bankers in ordinary course of business) in excess of share capital, free reserves and securities premium. In addition to the Act, Regulations of SEBI and Regulations of RBI may apply for borrowing. The expression temporary loans for this purpose means loans payable on demand or within six months from date of loan such as short term, cash credit arrangements, the discounting of bills, etc.

The borrowings by the Company depend upon many factors and may be done under different methods including Public Issue of NCDs/Securities. The Board proposes to have the borrowing limits at ₹ 40,000 crores with no increase in the borrowing limits as approved by the members at 34th AGM of the Company apart from the temporary loans obtained/ to be obtained from the Company's bankers in the ordinary course of business.The Company will continue to maintain capital adequacy ratio, which is related to borrowings, as per the regulatory requirement of Reserve Bank of India ("RBI").

As per Section 180 (1) (c) of the Act, the approval of members is required to borrow funds exceeding aggregate of paid up capital, free reserves and securities premium of the Company. The borrowings are proposed to be not exceeding ₹ 40,000 crores, which is in excess of the limit set under Section 180 (1) (c) of the Act. Each borrowing would have terms and conditions. Different borrowings may be with different terms and conditions. The availing of borrowings type of borrowing, the lender to borrow from the amount of borrowing within the specified limit, time of borrowing, terms and conditions of each borrowing and other matters related thereto are proposed to be left to the Board and Committee or any person authorised by the Board/ Committee. The Borrowings would require execution of different agreements with the LENDER(S) by the Company. LENDER(S) would require securities for such borrowings. The overall securities to be offered are expected to be 1.25 times of the borrowings, which would amount to ₹ 50,000 crores in favour of the LENDER(S). Each borrowing may be with different kind and amount of securities. The securities offered by the Company for such borrowings may require registration of charge with Registrar of Companies or any other authority or Government. The borrowings and creation or registration of charge would require different documents to be executed with such LENDER(S) by the Company. The documents to be executed for the purpose may contain a provision to take over the substantial assets of the Company in certain events.

As per Circular no. SEBI/HO/DDHS/CIR/P/2018/144 dated November 26, 2018 issued by the Securities and Exchange Board of India ("SEBI Circular"), a Large Corporate is mandatorily required to raise at least 25% of its incremental borrowing during the financial year subsequent to the financial year in which it is identified as a Large Corporate, by way of issuance of debt securities. The Company is a Large Corporate and thus the Circular of SEBI applies to the Company. The Company is required to file an initial disclosure and annual disclosure to this effect with Exchanges every financial year before April 30 every year and within 45 days from the end of financial year respectively. The annual disclosure confirmation would be filed in due course. The incremental borrowing may be in excess of prescribed limit depending upon the requirement of funds by the Company. The Company may also issue the NCDs at discount or premium depending upon debt market conditions prevailing on the date of issue of the NCDs and relevant regulatory requirements, i.e. number of ISINs maturing per financial year. The funds raised through proceeds of the issue of NCDs will be utilised for various financing, lending, and investments, repaying the existing liabilities/loans, business operations,

capital expenditure, working capital requirements, issue expenses and general corporate purposes of the Company and for the purposes mentioned in the Shelf Prospectus, Prospectus, Tranche Prospectus, Shelf Disclosure Document, Information Memorandum and any other document under which issue is made. Further, passing of this resolution is also necessary in order to enable the Company to comply with the SEBI Circular. Borrowings by the Company may be for the purpose of financing, lending, investments, repaying the existing liabilities/loans, business operations, capital expenditure, revenue expenditure, working capital and general corporate purposes of the Company.

None of the Directors, Key Managerial Personnel of the Company and their relatives thereof are interested or concerned financial or otherwise in the proposed resolution except to the extent of their holdings in securities of the Company, if any. The Board of Directors recommend passing of the Resolution(s) set out in item no -6 of the Notice as Special Resolution(s).

Item No. 7:

The common seal of the Company is required to be affixed to different documents/Agreements (including but not limited to loan documents) entered into by or on behalf of the Company from time to time. The documents required to be affixed with Seal of the Company are provided in the Companies Act 2013 and are asked by the other party to the agreement/ document. These documents may or may not be registered with registering authority. The existing clause no 26.2 in the Articles of Association states about affixation of Common seal of the Company as under.

"The Seal 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, except in presence of (i) two Directors and the Secretary, (ii) such other person as the Board may appoint for the purpose of affixing the Seal and those two Directors and Secretary or other person aforesaid shall sign every instrument to which the Seal is so affixed in their presence."

The Seal is the official seal of the Company. The Article no 26.2 of the existing Articles of Association is proposed to be replaced with the following.

"Seal 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, except in presence of (i) two Directors, or (ii) the Secretary or (iii) such other person (s) as the Board/Committee may appoint for the purpose of affixing the Seal. The two Directors or Secretary or such other person(s) as aforesaid shall sign every instrument to which the Seal is so affixed in their presence."

The change in the said clause is proposed for more clarity purpose. This clause was amended at the AGM held on July 28, 2015 and it requires more clarity. This is an alteration to the Articles of Associations of the Company As per Section 14 of the Companies Act, 2013 any alteration in the Articles of Association of the Company requires approval of shareholders by way of special resolution.

None of the Directors, Key Managerial Personnel of the Company and their relatives thereof are interested or concerned financial or otherwise in the proposed resolution. The Board of Directors recommend passing of the Resolution set out in item no-7 of the Notice as Special Resolution.

By Order of the Board
For Shriram City Union Finance Limited

Place : Chennai
Date : April 30, 2021

C R Dash
Company Secretary

NOTES FORMING A PART OF THE NOTICE:

1. The explanatory statement as required under Section 102 of the Companies Act, 2013 ("Act") with respect to ordinary/special business set out in item no.5, 6 and 7of the Notice is annexed hereto.
2. In view of the continuing Covid-19 global pandemic, the General Meetings of the Companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No 14/20 dated April 8, 2020, No 17/2020 dated April 13, 2020, Circular No 20/2020 dated May 5, 2020 and Circular no 2/2021 dated January 13, 2021 (MCA circulars) and Circular no SEBI/HO/CFD/CMD1/CIR/P/2020/May 12, 2020 and no SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 issued by SEBI permitted the holding of the Annual General Meeting ("AGM") through VC/OAVM. In compliance with the MCA and SEBI circulars, the AGM of the Company will be held through VC/OVAM without the physical presence of the Members at a common venue. The regulatory authorities (MCA & SEBI) have permitted conducting the Annual General Meeting through video conferencing ("VC") or Other Audio Visual Means ("OVAM") upto December 31, 2021.
3. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), in relation to e-voting facility and MCA circulars dated April 8, 2020, April 13, 2020, May 5, 2020 and January 13, 2021, the Members are provided the facility to cast their vote electronically, through the remote e-voting services. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL). The facility of casting votes by a member using remote e-voting as well as e-voting facility on the date of AGM will be provided to the members by CDSL for facilitating voting through electronic means as the authorised e-voting agency.
4. As this AGM is being held through VC/OAVM pursuant to as per above said MCA circulars, the facility to appoint proxy(is) to attend and cast vote for the members will not be available for this AGM and hence the proxy form and attendance slip are not annexed to this Notice.
5. Authorised representatives of corporate members are requested to send certified copies of such authorisation of their Board to the Company, authorising their representative to attend the AGM through VC/OAVM on its behalf and to vote through remote e-voting to the scrutiniser by email at sriram@prowiscorporate.com with a copy marked to helpdesk.evoting@cdslindia.com.
6. Additional information, pursuant to regulation 36 of LODR in respect of the director(s) seeking appointment/ re-appointment at the AGM forms a part of this Notice. The director(s) have furnished consent/declaration for their appointment/re-appointment as required under the Act and the Rules thereunder.
7. The Notice along with the Annual Report for the year ended March 31, 2021will be sent to all the Members by electronic mode, whose names appear in the Register of Members as on June 30, 2021. This Notice can be accessed on the web site of the Company at https://nseprimeir.com/ir_download/PPN_Corp_Announcements/AGM_NOTICE_ANNUAL_REPORT_2021.pdf, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of CDSL https://www.evotingindia.com

   Members who have not registered their email addresses and in consequence could not be served the Annual Report for 2020-21 and notice of 35th AGM may temporarily get themselves with Company's Registrar and Transfer Agent, M/s Integrated Registry Management Services Private Limited by clicking the link: https://integratedindia.in/EmailUpdation.aspx for receiving the same.
8. Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
9. The members can cast their votes by way of remote e-voting provided by the Company in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date July 22, 2021. Any person, who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at csdstd@integratedindia.in. However, if he/she is already registered with CDSL for remote e-voting then he/she can use his/her existing User ID and password for casting the vote.
10. Pursuant to section 91 of the Act and Regulation 42 of the LODR, the Register of Members and Share Transfer Books will remain closed from Friday, July 23, 2021 to Thursday, July 29, 2021 (both days inclusive) for the purpose of AGM and payment of final dividend.
11. Subject to the provisions of the Act, the dividend, if declared at the AGM shall be paid on or after August 2, 2021 to the demat account holders or holders of physical shares as at the end of the day on July 22, 2021 provided by DP or RTA as the case may be .

12. In terms of the provisions of the Income-tax Act, 1961, ("the Act") as amended by the Finance Act, 2020, dividend paid or distributed by a company on or after April 1, 2020 is taxable in the hands of the shareholders. The Company shall therefore be required to deduct tax at source ("TDS") from the dividend to be paid to the members at the time of payment of dividend. A separate email will be sent at the registered email id of the members describing the deduction of tax at source of the final equity dividend payout. The intimation will also be uploaded on the website of the Company www.shriramcity.in. A Resident individual shareholder with PAN and who is not liable to pay income tax can submit a yearly declaration in Form No 15H/15G, to avail the benefit of non-deduction of tax at source in the link https://www.integratedindia.in/ExemptionFormSubmission.aspx on or before July 22, 2021.
13. Shareholders holding shares in physical form under multiple folios are requested to consolidate their holdings in a single folio enabling the Company to serve effectively.
14. Please update Bank Account numbers, Income Tax Permanent Account Number ("PAN") and other details by submitting the relevant documents to your DP or RTA.
15. The Statutory Registers will be available for inspection by the Members through electronic mode at the AGM. Relevant documents and statements referred to in this Notice are open for inspection by the Members at the Registered Office of the Company during business hours till the date of the AGM.
16. As per Regulation 40 of SEBI LODR, as amended, securities of listed companies can be transferred only in dematerialised form with effect from April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialised form. Shareholders holding shares in physical form under multiple folios are requested to consolidate their holdings in a single folio enabling the Company to serve effectively.
17. Please address all correspondence including dividend matters to the RTA.
18. Pursuant to the provisions of section 124 and 125 of the Companies Act, 2013, the dividends which remain unclaimed for a period of 7 years will be transferred by the Company to the "Investor Education and Protection Fund" ("IEPF") established by the Central Government as and when they fall due for transfer. Shareholders who have not encashed their dividend warrants/payment instrument(s) so far are requested to make their claim to the RTA before transfer to IEPF. The following table shows the details of due date of transfer of unclaimed dividend to IEPF.

Year ending on March 31	Due Date of Transfer to IEPF		Year ending March 31	Due Date of Transfer to IEPF	
	Final Dividend	Interim Dividend		Final Dividend	Interim Dividend
2014	September 1, 2021		2018	August 27, 2025	December 4, 2024
2015	September 1, 2022	December 5, 2021	2019	September 2, 2026	November 29, 2025
2016	September 2, 2023	December 4, 2022	2020	-	November 29, 2026
2017	August 4, 2024	December 1, 2023	2021		1.December 7, 2027 (I Interim) 2.April 29, 2028 (II Interim)

The Company is required to transfer the shares to IEPF Authority, the shares in respect of which the dividend is not claimed/remains unpaid for seven consecutive years or more and such dividend/shares can be claimed by respective members from IEPF authority by following the prescribed procedures.

19. Members can update their nominations by submitting respective forms to RTA or DP as the case may be.
20. Since the AGM will be held through VC/OAVM, the route map is not furnished in this Notice.
21. Shareholders seeking any information with regard to accounts are requested to write to the Company Secretary of the Company at the Secretarial Office of the Company at least 7 days in advance of the date of the AGM, so as to keep the information ready at the AGM.
22. If any votes are cast by the shareholders through remote e-voting and if same shareholders have participated in the meeting through VC/OAVM, then cast their votes during the live session of AGM then the votes cast by such shareholder through remote e-voting shall be

considered valid and the vote casted at the live session of the AGM shall be considered invalid.

23. Sri P Sriram (Membership No FCS 4862) a practicing Company Secretary, Chennai as consented by him was appointed by the Company as the scrutiniser for conducting the e-voting process in accordance with the provisions of law and rules made thereunder.

INSTRUCTIONS TO SHAREHOLDERS FOR REMOTE E-VOTING AND E-VOTING DURING AGM AND JOINING MEETING THROUGH VC/OAVM ARE AS UNDER:

1. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit and Risk Management Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM/AGM without restriction on account of first come first served basis.
2. The remote e-voting period shall commence from Monday, July 26, 2021 at 10 a m and shall close of Wednesday, July 28, 2021 at 5 p m. During this period of remote e-voting, the Members of the Company, as on July 22, 2021 i.e. cut-off date, holding shares either in physical form or in dematerialised form may cast their vote electronically. The remote e-voting module will be disabled for voting thereafter.
3. The members who have casted their vote by remote e-voting prior to the AGM may also attend/participate in the AGM through VC/OAVM but shall not be entitled to cast their vote again.
4. Institutional investors who are members of the Company are encouraged to attend and vote at the 35th AGM of the Company.
5. In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.
6. Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode is given below:

TYPE OF SHAREHOLDERS

I. Individual Shareholders holding securities in Demat mode with CDSL

Login Method

1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi.
2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-Voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.
3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration
4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin . The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.

II. Individual Shareholders holding securities in demat mode with NSDL

i) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL.

Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

ii) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp

iii) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.comor contact at 022- 23058738 and 22-23058542-43.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

III. Login method for e-Voting and joining virtual meeting for shareholders other than individual shareholders holding in Demat form & physical shareholders.

In order to e-vote, you need to Log in and then vote. The followings state the Login process.

(i) Log on to the e-voting website : www.evotingindia.com

(ii) Clickon"Shareholders/Member" tab.

(iii) Enter following user ID and the Capcha

CDSL Demat account holder (16 digit beneficiary ID), NSDL Demat account holder (8 character DP ID followed by 8 digit client ID), shares held in physical form (EVSN followed by registered folio number with the Company)

iv) Next enter the image verification as displayed and click on Login

v) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on earlier e-voting of any Company, then your existing password is to be used.

vi) Enter your Password(existing password if already registered for e-voting, PAN and Bank Account Number or Date of Birth if e-voting for first time with password of your choice in the new password field).

vii) If you are a first-time user follow the steps given below.

For PAN - Please enter your 10 digit alpha-numeric PAN issued by Income Tax / Reference Number provided in the communication sent to shareholders.

Kindly note that the Members who have not updated their PAN with the Company/ Depositories are requested to use the Reference Number which has been generated by using first two letters of their name followed by a 8 digit number.

If Demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system

(viii) After entering these details appropriately, click on" SUBMIT" tab.

Click on the number below EVSN for Shriram City Union Finance Limited.

(ix) Resolution Description, Choice etc. will be displayed. Against each resolution both the choices "YES/NO" would be there for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(x) Click on the "Resolutions File Link" for resolution details, if you desire.

(xi) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote click on "OK", else click on "CANCEL" and modify your vote.

(xii) After "CONFIRM" the vote on the resolution will not be allowed to modify.

(xiii) "Click here to print" option will print voting done.

(xiv) Votes can also be casted by using mobile app of CDSL by downloading mobile app from Google Play Store, Windows and Apple smart phones by following instructions as prompted therein.

(xv) Institutional Members (i.e. other than individuals, HUF, NRI etc.) who wish to cast their votes through remote e-voting should send a scanned copy of the Registration form bearing the stamp and signature of the authorised person of the entity, the list of accounts and scanned copy (PDF format) of the relevant Board Resolution and Power of Attorney (POA) etc to helpdesk.evoting@cdslindia.com.

(xvi) You may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com under help section or by writing email to helpdesk.evoting@cdslindia.com or contact Sri Nitin Kunder (022-23058738) or Sri Mehboob Lakhani (022-23058543) or Sri Rakesh Dalvi (022-23058542).

The Scrutiniser shall after the conclusion of the voting at the AGM, first count the votes casted during the AGM, thereafter unblock the votes casted through remote e-voting and make not later than 48 hours of conclusion of the AGM, Scrutiniser's Report to the Chairperson or a person authorised by him.

The results of the voting along with the report of the Scrutiniser would be declared by displaying it on the website of the Company on or before July 31, 2021 and will also be intimated to Stock Exchanges after declaration of results. The resolutions shall be deemed to be passed at the 35th AGM of the Company.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for Remote e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 10 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at sect@shriramcity.in. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 10 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at sect@shriramcity.in. These queries will be replied to by the Company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/ MOBILE NO ARE NOT REGISRERED WITH THE COMPANY/ DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING

i. **Physical shareholders –** Please provide necessary details like Folio No, Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN), Aadhar (self-attested scanned copy) to the email address of the Company/ RTA.

ii. **For shareholders holding shares in Demat form –** Please update your email id and mobile no with your respective Depository Participant (DP)

iii. **For Individual Demat shareholders –** Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meeting through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 022-23058738 and 022-23058542/43.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 022-23058738 and 022-23058542/43.

By Order of the Board
For Shriram City Union Finance Limited

Place : Chennai
Date : April 30, 2021

C R Dash
Company Secretary