

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 Sirs,

Sub.: Proceedings of 44th Annual General Meeting of Shriram Finance Limited

The 44th Annual General Meeting (the ‘AGM’) of the Company was held today i.e. Friday, June 23, 2023 at 2.00 p.m. (IST) through Video Conferencing (“VC”)/Other Audio Visual Means (“OAVM”), without the physical presence of the Members at a common venue to transact the business as stated in the Notice dated April 27, 2023 convening the AGM.

The Company also facilitated the live webcast of the proceedings and the webcast recording of the AGM is being made available on the website of the Company viz. www.shriramfinance.in

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

Kindly take the same on record.

Thanking you,
Yours faithfully,
For Shriram Finance Limited

U Balasundararao
Company Secretary & Compliance Officer
Encl.: a/a.

Shriram Finance Limited

(Formerly known as Shriram Transport Finance Company Limited)

Proceedings of the 44th Annual General Meeting

The 44th Annual General Meeting (the ‘AGM’ or “Meeting”) of Shriram Finance Limited (‘the Company’) was held today on Friday, June 23, 2023 at 2.00 p.m. (IST) through Video Conferencing (‘VC’)/Other Audio Visual Means (‘OAVM’), without the physical presence of the Members at a common venue in accordance with the MCA Circulars and the SEBI Circulars. In terms of SEBI circular SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05 2023, the Company had sent Annual Reports for F.Y. 2022-23 to the Members through electronic mode. However, the hard copy of the Annual Report for F.Y. 2022-23 was sent to the Members on request. The proceedings of the AGM were deemed to be conducted at the Registered Office of the Company. Members were given an opportunity to join the AGM 30 minutes prior to the Meeting.

Mr. Jugal Kishore Mohapatra, Chairman of the Board and Stakeholders’ Relationship Committee, chaired the Meeting. The requisite quorum being present, the Chairman called the Meeting to order.

Mr. Umesh Revankar, Executive Vice Chairman and Chairman of Corporate Social Responsibility Committee and Risk Management Committee, Mr.Y. S. Chakravarti, Managing Director & CEO, Mr. S. Sridhar, Independent Director and Chairman of Audit Committee and IT Strategy Committee, Mr. Pradeep Kumar Panja, Independent Director and Chairman of the Nomination and Remuneration Committee, Mrs. Maya S Sinha, Independent Director, Mr. D. V. Ravi, Non-Executive Non-Independent Director, Mr. Ignatius Michael Viljoen, Non-Executive Non-Independent Director and Mr. Parag Sharma, Joint Managing Director & Chief Financial Officer of the Company were present at the AGM through VC from their respective locations.

The members of Senior Management team including the Company Secretary were also present at the AGM. Partners of KKC & Associates LLP, Chartered Accountants and M/s. Sundaram & Srinivasan, Chartered Accountants, Joint Statutory Auditors, Mr. P. Sriram and Ms. Nithya Pasupathy, Partners of SPNP & Associates, Secretarial Auditor and Scrutinizer of the Company also attended the AGM.

Total number of Members as on the Cut-off Date i.e. June 16, 2023 for the AGM was 96,212. Total 141 Members including Authorized Representatives, attended the Meeting through VC/OAVM. The appointment of proxies to attend and cast vote for the Members at the AGM was not necessary.

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Corporate Office : Wockhardt Towers, Level - III, West Wing, C-2, G-Block, Bandra - Kurla Complex, Bandra (E), 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. Ph: +91 44 4852 4666

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

Mr. U Balasundararao, Company Secretary & Compliance Officer briefed the Members on certain points relating to the participation at the AGM through VC.

The Register of Directors and Key Managerial Personnel and their shareholdings maintained under Section 170 of Companies Act, 2013, Memorandum and Articles of Association of the Company and relevant documents referred to in the AGM Notice and the Certificate from the Secretarial Auditor relating to the implementation of the Company's Employee Stock Option Scheme under the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 are available electronically for inspection by the Members.

Following items of business, as per the Notice of the AGM dated April 27, 2023, were transacted at the AGM:

Item No.	Agenda Items
ORDINARY BUSINESS	
1	Ordinary Resolution for adoption of the Audited Financial Statements of the Company for the Financial Year ended March 31, 2023, together with the Reports of the Board of Directors and the Auditors thereon
2	Ordinary Resolution for adoption of the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2023, together with the Report of the Auditors
3	Ordinary Resolution for consideration of declaration of final dividend of Rs.20/- per Equity Share of Rs.10/- each and to confirm the payment of Interim Dividend of Rs.15/- per Equity Share of Rs.10/- each declared by the Board of Directors in its meeting held on December 24, 2022, for the Financial Year ended March 31, 2023
4	To appoint a director in place of Mr. D. V. Ravi (DIN:00171603), who retires by rotation at this Meeting, and being eligible, offers himself for re-appointment as a Director of the Company
SPECIAL BUSINESS	
5	Special Resolution for approval of insertion of Article 24.d. after the existing Article 24.c. of Articles of Association of the Company to comply with the requirement of Regulation 23(6) of the Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021, as amended
6	Special Resolution for approval of deletion and substitution of Article 3 of Articles of Association of the Company

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The Members were informed that there was no qualification in the Auditors' Report on the Financial Statements and the Secretarial Audit Report for the financial year ended March 31, 2023. With the consent of the Members present, Notice dated April 27, 2023 convening AGM, Report of Board of Directors, the Auditors' Report and Secretarial Audit Report were taken as read.

The Members were further informed that as required by the Companies Act, 2013 and the Listing Regulations, the Company has provided the facility to cast their vote electronically, through the remote e-voting services and the e-voting facility at the AGM by Central Depository Services (India) Limited ('CDSL'), on all the Resolutions set out in the Notice of the AGM. The remote e-voting period commenced on Tuesday, June 20, 2023 (9.00 a.m. IST) and ended on Thursday, June 22, 2023 (5:00 p.m. IST). The remote e-voting module was disabled by CDSL for voting thereafter.

The Chairman thereafter addressed the Members and delivered his speech briefing the Members present on the performance of the Company, existing industry scenario and business prospects of the Company.

Members were provided a facility to ask questions or express their views on the business transacted at the AGM. 4 (Four) Speakers asked questions/expressed their views. The questions raised and clarifications sought by the Speaker Members were responded to by Mr. Umesh Revankar, Executive Vice-Chairman of the Company.

The Chairman requested the Members who were present at the AGM and who had not cast their votes through remote e-voting to cast their e-votes. The facility to cast the votes was available for 15 minutes.

The Chairman authorized Managing Director & CEO of the Company to receive the Scrutinizer's report on e-voting, to counter-sign the same and declare the consolidated results of e-voting within the prescribed timelines. He informed the Members that the Scrutinizer's Report will be communicated to the National Stock Exchange of India Limited and BSE Limited and the same will be placed on the Company's website <https://www.shriramfinance.in> and on the website of CDSL at <https://www.evotingindia.com>.

The Chairman thanked all the Members present at the AGM.

The AGM commenced at 2:00 p.m. and concluded at 3:16 p.m. (including the time allowed for e-Voting at the AGM).

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