

SEC/FILING/BSE-NSE/22-23/68A-B

June 23, 2022

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

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

Dear Sirs,

Sub.: Proceedings of 43rd Annual General Meeting of Shriram Transport Finance Company Limited

We wish to inform you that in terms of the Circular No. 14/2020 dated 8th April 2020, Circular No.17/2020 dated 13th April 2020, Circular No.20/2020 dated 5th May 2020, Circular No.02/2021 dated 13th January, 2021, Circular No.19/2021 dated 08th December, 2021 and Circular No.21/2021 dated 14th December, 2021 issued by the Ministry of Corporate Affairs (“MCA Circulars”) and in compliance with the provisions of the Companies Act, 2013 (“the Act”) and Rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), the 43rd Annual General Meeting (“AGM”) of the Company was held today i.e. Thursday, June 23, 2022 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 28, 2022, convening the AGM.

Pursuant to Regulation 30 read with Schedule III -Part A -Para A of the Listing Regulations, please find enclosed proceedings of AGM of the Company.

Kindly take the same on record.

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



Vivek Achwal
Company Secretary
Encl.: a/a.

Shriram Transport Finance Company Limited

Proceedings of the 43rd Annual General Meeting

The 43rd Annual General Meeting ('AGM') of Shriram Transport Finance Company Limited ('the Company') was held on Thursday, June 23, 2022 at 02:00 p.m. (IST) through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM"), without the physical presence of the Members at a common venue. The Company, while conducting the Meeting, adhered to the Circulars issued by the Ministry of Corporate Affairs ("MCA") with regard to importance of Social Distancing, safety and convenience of shareholders in view of the continuing COVID19 pandemic. The Securities and Exchange Board of India ("SEBI") vide its circular no. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 has dispensed with sending hard copy of Annual reports to shareholders for F.Y. 2021-22. However, the hard copy of the Annual Report for F.Y. 2021-22 was sent to shareholders on request. The proceedings of the AGM were deemed to be conducted at the Registered Office of the Company which was the deemed Venue of the AGM.

Mr. S. Lakshminarayanan, Chairman of the Board of Directors, chaired the Meeting. The requisite quorum being present, the Chairman called the Meeting to order.

Mrs. Kishori Udeshi, Independent Director and Chairperson of the Nomination and Remuneration Committee, Mr. S. Sridhar, Independent Director and Chairman of Audit Committee and IT Strategy Committee, Mr. Pradeep Kumar Panja, Independent Director, Mr. D. V. Ravi, Non-Executive Non-Independent Director, Mr. Ignatius Michael Viljoen, Non-Executive Non-Independent Director, Mr. Umesh Revankar, Vice-Chairman & Managing Director, Mr. Parag Sharma, Additional Director and whole time director designated as Joint Managing Director & Chief Financial Officer and Mr. Y. S. Chakravarti, Additional Director of the Company (Non-Executive Non-Independent Director) were present at the AGM through VC from their respective residence/office.

The Members of Senior Management Team including the Company Secretary were also present at the AGM. 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, sole proprietor of P. Sriram & Associates, Secretarial Auditor and Partner of SPNP & Associates, Scrutinizer of the Company also attended the AGM.



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Total number of Members as on the Cut-Off Date i.e. June 16, 2022 for AGM were 1,00,519. Total 94 Members including Authorized Representatives, attended the meeting through Video Conferencing. Since this AGM was held pursuant to the MCA Circulars through VC/OAVM, physical attendance of Members was dispensed with. Accordingly, the facility for appointment of Proxies by the Members was not available for the AGM.

The Company Secretary informed the Members the regulatory aspects relating to participation at the AGM through VC.

The Register of Directors and Key Managerial Personnel and their shareholdings, Register of Contracts as required to be kept at the AGM were available electronically for inspection by the Members.

The Members were informed that there is no qualification in the Auditors' Report on the Financial Statements and the Secretarial Audit Report for the financial year ended March 31, 2022. The Notice dated April 28, 2022 of the 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 Remote E-voting facility through M/s KFin Technologies Limited ('KFin') to enable Members holding shares either in physical form or in dematerialized form, as on the Cut-off Date being Thursday, June 16, 2022 to cast their vote on all the resolutions set out in the Notice of the AGM as per the timelines mentioned in the AGM Notice. The Remote E-voting period commenced on Monday, June 20, 2022 (9.00 a.m. IST) and ended on Wednesday, June 22, 2022 (5:00 p.m. IST). The e-voting module was disabled by KFin for voting thereafter.

The Members who attended the AGM through VC/OAVM facility but had not cast their votes through Remote E-Voting facility were provided an opportunity to cast their votes through Insta Poll system during the AGM.



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The following items of business, as per the AGM Notice dated April 28, 2022, were transacted at the meeting:

Sr. No.	Particulars
ORDINARY BUSINESS	
1	Ordinary Resolution to adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2022, together with the Reports of the Board of Directors and the Auditors thereon
2	Ordinary Resolution to adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2022, together with the Report of the Auditors thereon
3	Ordinary Resolution to confirm the payment of two interim dividends aggregating to Rs.20/- per Equity Share of Rs.10/- each (i) first interim dividend of Rs.8/- per Equity Share of Rs.10/- each on 26,87,83,613 equity shares of face value of Rs.10/- each fully paid-up absorbing Rs.215,02,68,904 /- declared by the Board of Directors in its meeting held on October 29, 2021, subject to deduction of tax at source, as applicable and (ii) second interim dividend of Rs.12/- per Equity share of Rs.10/- each on 27,05,19,713 equity shares of face value of Rs.10/- each fully paid-up absorbing Rs.324,62,36,556/- declared by the Board of Directors in its meeting held on March 05, 2022, subject to deduction of tax at source, as applicable, as the final dividend for the financial year ended March 31, 2022
4	Ordinary Resolution to appoint Mr. Ignatius Michael Viljoen (DIN 08452443), who retires by rotation, and being eligible offers himself for re-appointment as a Director of the Company
5	Ordinary Resolution to appoint M/s. Sundaram & Srinivasan, Chartered Accountants, Chennai (ICAI Firm Registration No. 004207S), as Joint Statutory Auditors of the Company and to fix their remuneration.
6	Ordinary Resolution to appoint KKC & Associates LLP, Chartered Accountants (Formerly 'M/s. Khimji Kunverji & Co LLP), Mumbai (ICAI Firm Registration No. 105146W/W100621), as Joint Statutory Auditors of the Company and to fix their remuneration.
SPECIAL BUSINESS	
7	Ordinary Resolution to appoint Mr. Y. S. Chakravarti (DIN 00052308) as a Director of the Company, liable to retire by rotation.
8	Ordinary Resolution to appoint Mr. Parag Sharma (DIN 02916744) as a



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	Director of the Company liable to retire by rotation.
9	Ordinary Resolution to appoint Mr. Parag Sharma (DIN 02916744) as a Whole-time Director designated as "Joint Managing Director and Chief Financial Officer" for a period of five years with effect from December 13, 2021 to December 12, 2026.
10	Ordinary Resolution to payment of commission to the Independent Directors of the Company.

Thereafter, the Chairman delivered his speech.

Members were provided a facility to ask questions or express their views through the VC platform on the business transacted at the AGM. 4 (Four) Speakers asked questions/expressed their views. Mr. Umesh Revankar, Vice-Chairman & Managing Director replied to the queries of the Speakers.

The Chairman then ordered activation of Insta Poll window for the Members attending the AGM who had not cast their votes by Remote E-voting. The Chairman thanked all the Members present at the AGM.

The Chairman authorized Vice-Chairman and Managing Director to receive the Scrutinizer's report on E-Voting and also to counter-sign the Scrutinizer's Report and declare the results of voting within 48 hours of conclusion of the AGM. 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 www.stfc.in and on the website of KFin at <https://evoting.kfintech.com>.

The AGM commenced at 02.00 p.m. and concluded at 3.10 p.m. (including the time allowed for Insta Poll at the AGM).



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