
SHRIRAM ASSET MANAGEMENT COMPANY LIMITED

CIN: L65991MH1994PLC079874

Registered Office: 217, 2nd Floor, Swastik Chambers,
near Junction of S.T. & C.S.T. Road, Chembur, Mumbai 400 071

Tel. No.: +91-22-40060810/40060815 Fax: +91-22-27566634

Email ID: srmf@shriramamc.in Website: www.shriramamc.in

NOTICE

Notice is hereby given that the Twenty Eighth Annual General Meeting (AGM) of the Members of Shriram Asset Management Company Limited will be held on Thursday, July 28, 2022 at 4.00 P.M. through Video-Conference (VC) / Other Audio-Visual Means (OAVM) to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Balance Sheet of the Company as at March 31, 2022 and the Statement of Profit and Loss for the year ended on that date together with the Reports of the Directors and Auditors thereon;
2. To appoint a Director in place of Mrs.Subhasri Sriram (DIN 01998599) who retires by rotation and being eligible, offers herself for reappointment;
3. To re-appoint the Statutory Auditors of the Company and to fix their remuneration and in this regard, to consider and if thought fit, to pass, with or without modifications, the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to Sections 139, 142 and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and pursuant to the recommendation of the Audit Committee, M/s. G. D. Apte and Co., Chartered Accountants, Mumbai, (Registration No. 100515W), be and are hereby re-appointed as Statutory Auditors of the Company, for a second term of 5 (five) consecutive years, to hold office from the conclusion of this Annual General Meeting to the conclusion of 33rd Annual General Meeting, to be held in the year 2027 on such remuneration as may be mutually agreed upon between the Statutory Auditors and the Board of Directors of the Company.”

SPECIAL BUSINESS

4. To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to Sections 5 and 14 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder, the new set of draft articles contained in the amended and restated Articles of Association of the Company, as published on the website of the Company, be and is hereby approved and adopted as the Articles of Association of the Company in the place and to the exclusion and substitution of the existing Articles of Association of the Company.

RESOLVED FURTHER THAT the Board of Directors and the Company Secretary of the Company be and are hereby severally authorised to do all such acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to the above resolution.”

5. To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT Mr. Gaurav Patankar (DIN: 02640421), who was appointed as an Additional Director of the Company by the Board of Directors on the recommendation of Nomination and Remuneration Committee with effect from June 28, 2022 pursuant to Section 161 of the Companies Act, 2013 (“the Act”) and the articles of association of the Company, and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 signifying his intention to propose Mr. Patankar as a candidate for the office of a Director of the Company, be and is hereby appointed as a Non- Executive Non- Independent Director of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors and the Company Secretary of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable and expedient for giving effect to this resolution and for matters connected therewith or incidental thereto.”

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6. To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution**:

“RESOLVED THAT in accordance with the provisions of Sections 149, 150 and 152 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), and the Rules made thereunder, read with Schedule IV of the Act and applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force), on the recommendation of the Nomination and Remuneration Committee and on the basis of declaration of independence submitted, Mr. Marc Scott Irizarry (DIN: 09578499), being eligible, be and is hereby appointed as a Non-Executive Independent Director of the Company for a period of 5 (five) consecutive years with effect from June 28, 2022 up to June 27, 2027 not liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors and the Company Secretary of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable and expedient for giving effect to this resolution and for matters connected therewith or incidental thereto.”

7. To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 186, 188 and other applicable provisions of the Companies Act, 2013 (“the Act”) read with the Companies (Meetings of Board and its Powers) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“the Listing Regulations”) (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and subject to such other approvals, consents, permissions and sanctions of other authorities as may be necessary, consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as “the Board” which term shall be deemed to include any Committee of the Board), to ratify/approve all existing investments/contracts/arrangements/ agreements (collectively ‘transactions’) and to enter into new/ further transactions (including any modifications, alterations, amendments or renewal thereto), in the ordinary course of business and on arm’s length basis with Shriram Transport Finance Company Limited (STFC) and Shriram City Union Finance Limited (SCUF) being ‘Related Parties’ within the meaning of the Act and the Listing Regulations, as more particularly enumerated in the explanatory statement to the Notice and on such terms and conditions as may be agreed between the Company and STFC and SCUF.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, matters and things and execute all such deeds, documents and writings, on an ongoing basis, as may be necessary, proper or expedient for the purpose of giving effect to the above resolution.”

By order of the Board of Directors
For **Shriram Asset Management Company Limited**

Place: Kolkata
Date: June 28, 2022

Reena Yadav
Company Secretary

NOTES:

1. In view of the situation arising due to 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. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020, Circular No.20/2020 dated May 05, 2020, Circular No.02/2021 dated January 13, 2021, Circular No.20/2021 dated December 08, 2021, Circular No. 21/2021 dated December 14, 2021 and Circular No.02/2022 dated May 05, 2022 through VC / OAVM without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 (“the Act”), the Securities and Exchange Board of India (“SEBI”) also vide its 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 has provided certain relaxation from compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) due to the COVID-19 pandemic. In compliance with the Act, MCA and SEBI Circulars/ Listing Regulations, the AGM of the Company is being held through VC/OAVM.

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2. As per the guidelines issued by MCA vide Circulars mentioned above, and in view of the current extraordinary circumstances due to COVID -19, Notice of AGM along with Annual Report 2021-2022 is being sent through electronic mode to those Members whose email addresses are registered with the Company/Registrar and Share Transfer Agents (RTA)/ Depositories.
3. The Explanatory Statement pursuant to Section 102 of the Act which sets out details relating to Special Business at the meeting, is annexed hereto.
4. Pursuant to MCA and SEBI Circulars, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and cast their votes through e-voting.
5. Body Corporates whose Authorised Representatives are intending to attend the Meeting through VC/OAVM are requested to send to the Company on their email id srmf@shriramamc.in, a certified copy of the Board Resolution authorizing their representatives to attend and vote on their behalf at the Meeting and through e-voting.
6. Pursuant to the provisions of Section 91 of the Act the Register of Members and the Share Transfer Books of the Company will remain closed from Friday, July 22, 2022 to Thursday, July 28, 2022 (both days inclusive).
7. Additional information pursuant to Regulation 36 of the Listing Regulations in respect of Directors seeking re-appointment at the AGM is furnished and forms a part of the Notice. The Directors have furnished the requisite consents / declarations for their re-appointment.
8. In case of joint holders attending the meeting, only such joint holders who are higher in order of the names will be entitled to vote.
9. Members are requested to notify change in address, if any, in case of shares held in electronic form to the concerned depository participants quoting their Client ID nos. and in case of physical shares, to the RTA quoting their Folio Number.
10. The Notice and Annual Report 2021-2022 of the Company circulated to the Members of the Company, will be made available on the Company's website at www.shriramamc.in and also on the website of Stock Exchange www.bseindia.com. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting facility during the AGM) i.e. www.evotingindia.com.
11. All documents referred to in the accompanying Notice and Statement setting out material facts are open for inspection online on all working days during working hours up to the date of the 28th AGM.
12. Shareholders seeking any information with regards to Accounts are requested to send email at srmf@shriramamc.in at least 15 days in advance so as to keep the information ready at the Meeting.
13. The Company has sent individual letters to all the Members holding shares of the Company in physical form for furnishing their PAN, KYC details and Nomination pursuant to SEBI Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655 dated November 03, 2021. The aforesaid SEBI Circular is available on the RTA's website under the weblink at <https://purvashare.com/faqs>.

Members holding shares in demat mode should submit their PAN to the Depository Participants (DPs) with whom they maintain their demat accounts. They should also submit their nomination with their DPs for availing this facility.

14. Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the Listed Companies to issue securities in demat form only while processing service requests viz. Issue of duplicate securities certificate; claim from Unclaimed Suspense Account; Renewal/ Exchange of securities certificate; Endorsement; Sub-division/ Splitting of securities certificate; Consolidation of securities certificates/ folios; Transmission and Transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR – 4, the format of which is available on the RTA's website under the weblink at <https://purvashare.com/faqs>.

Members holding equity shares of the Company in physical form are requested to get their equity shares converted into demat/electronic form to get inherent benefits of dematerialisation and also considering that physical transfer of equity shares/issuance of equity shares in physical form have been disallowed by SEBI.

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15. Since the AGM will be held through VC/OAVM, the Route Map is not annexed to this Notice.

16. **Voting through electronic means:**

Pursuant to the provisions of Section 108 of the Act, Rule 20 and Rule 21 of the Companies (Management and Administration) Rules, 2014, as amended from time to time and sub clause (1) and (2) of Regulation 44 of Listing Regulations read with MCA Circulars dated April 08, 2020, April 13, 2020, May 05, 2020, January 13, 2021, December 08, 2021, December 14, 2021 and May 05, 2022 the Company is pleased to provide members facility of 'remote e-voting' (e-voting from a place other than venue of the AGM) to exercise their right to vote at the AGM. The business may be transacted through e-voting services provided by Central Depository Services Limited (CDSL).

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 atleast 1000 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 Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.

Only those Members whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Registrars as on the cut-off date shall be entitled to vote. If a person has ceased to be the member on the cut-off date, he/she shall not be entitled to vote. Such person should treat this notice for information purpose only.

The Company has appointed Mr. Suhas S. Ganpule, Practicing Company Secretary, as the Scrutinizer for conducting the remote e-voting and the e-voting process at the AGM in a fair and transparent manner.

The Scrutinizer shall submit his report to the Chairman or any person authorised by him in writing. The results declared along with the report of the Scrutinizer shall be placed on the website of the Company i.e. www.shriramamc.in and on the website of CDSL i.e. www.evotingindia.com after the declaration of the result by the Chairman or by the person authorised by him in this behalf. The results shall also be uploaded on the BSE Listing Portal.

It is hereby clarified that it is not mandatory for a Member to vote using the remote e-voting facility, and a Member may avail of the facility at his/her/it discretion, subject to compliance with the instructions prescribed below:

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

- (i) The voting period begins on Sunday, July 24, 2022 at 9.00 A.M. and ends on Wednesday, July 27, 2022 at 5.00 P.M. During this period shareholders of the Company holding shares either in physical form or in dematerialized form, as on Thursday, July 21, 2022 the cut-off date, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting.
- (iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 09, 2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their

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vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

- (iv) In terms of SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 09, 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.

Pursuant to above said 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	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> 1) Users who have opted for CDSL's 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 URLs for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or 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 evoting is in progress as per the information provided by company. On clicking the evoting 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 in www.cdslindia.com home page. 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 evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> 1) 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. 2) 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 3) 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.

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Individual Shareholders (holding securities in demat mode) login through their Depository Participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider's website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
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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.com or contact at 1800225533.
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

(v) Login method for e-Voting and joining virtual meeting for **shareholders other than individual shareholders holding in Demat form and physical shareholders.**

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on "Shareholders" module.
- 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

For Shareholders holding shares in Demat Form other than individual and Physical Form	
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

- (vi) After entering these details appropriately, click on "SUBMIT" tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

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- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN “SHRIRAM ASSET MANAGEMENT COMPANY LIMITED”.
- (x) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” 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.
- (xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xii) 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 to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) If a 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.
- (xvi) **Facility for Non- Individual Shareholders and Custodians –Remote Voting.**
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively, Non-Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; srmf@shriramamc.in, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM AND 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 **7 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at srmf@shriramamc.in. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **7 days prior to meeting**

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mentioning their name, demat account number/folio number, email id, mobile number at srmf@shriramamc.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 REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For 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 card), AADHAR (self attested scanned copy of Aadhar Card) by email to srmf@shriramamc.in/support@purvashare.com.
2. For Demat shareholders -Please update your email id & mobile no. with your respective Depository Participant (DP)
3. 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 meetings 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 1800225533.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manger, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai- 400 013 or send an email to helpdesk.evoting@cdslindia.com or call on 1800225533.

By order of the Board of Directors
For **Shriram Asset Management Company Limited**
Reena Yadav
Company Secretary

Place: Kolkata

Date: June 28, 2022

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013:

Item No.3:

M/s. G. D. Apte & Co., (Firm Registration No. 100515W) Chartered Accountants, Mumbai, were appointed as Statutory Auditors of the Company at the 23rd Annual General Meeting held on August 10, 2017 to hold office as Statutory Auditors from the conclusion of AGM held in the year 2017 till the conclusion of 28th AGM of the Company to be held in the year 2022, on a remuneration mutually agreed upon by the Board of Directors and the Statutory Auditors. Accordingly, their present term gets completed on conclusion of this AGM in terms of the said approval and Section 139 of the Companies Act, 2013 ('the Act') read with the Companies (Audit and Auditors) Rules, 2014.

The present remuneration of M/s. G. D. Apte & Co., for conducting the audit for the Financial Year 2021-2022, for audit of accounts of the Company for the Financial Year ended March 31, 2022 and for conducting quarterly Limited Review during the Financial Year 2021-2022 is given in Note No. 22(1) to the Financial Statements. Remuneration to be paid to the Statutory Auditors during the second term shall be mutually agreed upon between the Statutory Auditors and the Board of Directors of the Company, from time to time.

Audit Committee after taking into consideration the various parameters like audit experience, market standing of the firm, clientele served, technical knowledge etc. recommended the re-appointment of M/s. G. D. Apte & Co. Chartered Accountants, as the Auditors of the Company for a period of five years from the conclusion of this AGM till the conclusion of the 33rd AGM to be held in the year 2027. On the recommendation of the Committee, the Board also recommends for the approval of the Members, the re-appointment of M/s. G. D. Apte & Co. as the Statutory Auditors of the Company for a second term of five consecutive years on a remuneration mutually agreed upon by the Board of Directors and the Statutory Auditors.

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M/s. G.D. Apte & Co., Chartered Accountants, was established in the year in 1930 as a proprietary concern which became a partnership firm in 1957. It is one of the oldest and most reputed Audit and Advisory firms in India with offices in Mumbai, Pune and Chennai. It is engaged in providing Audit, Assurance and Advisory Services to its clients in various industry segments across India. The firm celebrated 2017-2018 as its Diamond Jubilee Year.

M/s. G. D. Apte & Co. have given their consent to act as the Auditors of the Company and have confirmed that the said appointment, if made, will be in accordance with the conditions prescribed under Sections 139 and 141 of the Act. No Director, Key Managerial Personnel or their relatives is interested or concerned, financial or otherwise in the resolution.

This statement may also be regarded as an appropriate disclosure under the Listing Regulations.

The Board recommends the Ordinary Resolution set forth in Item no.3 for the approval of the Members.

Item No.4:

The shareholders of the Company are informed that the Company is required to amend the existing articles of association of the Company to inter-alia capture the rights of Shriram Credit Company Limited and Mission1 Investments LLC (collectively referred to as the "Subscribers") (such as director nomination rights, affirmative voting matters, etc.).

As per Secretarial Standards on General Meetings (SS-2), an overview of the key amendments proposed in the articles are as follows:

1. Board Composition and Management of the Company:

- (a) Composition of the Board of Directors: The Board shall consist of 8 (eight) directors and shall be constituted in a manner wherein, Shriram Credit Company Limited (SCCL) shall nominate 2 (two) non-executive nominee directors, Mission1 Investments LLC (Investor) shall nominate 1 (one) non-executive director, the Company shall appoint 4 (four) independent directors and 1 (one) managing director shall be appointed with unanimous consent of the Board. SCCL shall use its' respective voting rights in relation to the equity shares held by it to ensure appointment of the SCCL director and the Investor director.
- (b) Chairman of the Board: The Chairman shall be nominated by SCCL, by way of the SCCL Director or among the Directors, as SCCL may deem fit. SCCL shall have the right to remove any such Director appointed as Chairman.
- (c) Directors' and officers' liability insurance: The Company shall maintain adequate directors' and officers' liability insurance for all Directors (including Investor Director) in a form and of an amount acceptable to the Investor, subject to such amount not exceeding INR 10,00,00,000 (Indian Rupees ten crores).
- (d) Employee Stock Option: Any increase in the existing employee stock option pool beyond 10% (ten percent) of the paid-up share capital on a fully diluted basis shall require the unanimous consent of the Board.
- (e) Removal of Directors: The Director so appointed by SCCL or the Investor, may be removed upon a written notification provided to the other and the Company. The Company shall convene a meeting of the shareholders and SCCL and the Investor shall use their voting rights for removal of such Director and appointment of such other Director as may be notified.

2. Reserved matters: The following matters shall be considered as 'Reserved Matters':

- (a) Amendments to charter documents of the Company which would adversely impact the rights of the Investor;
- (b) Change in the composition of the Board of the Company;
- (c) Entering into any transactions with a related party of the Company which are other than in ordinary course of business and not on arms lengths basis;
- (d) Change in terms and conditions of the equity shares held by the Investor;
- (e) Issuance of equity shares (other than pursuant to rights issue) at a price which is less than the price mandated under applicable law;
- (f) Voluntary winding up or any other restructuring of the Company; and
- (g) Voluntary delisting of the Company.

None of the abovementioned Reserved Matters can be approved, considered or voted on in any meeting of the Board or committee and no action or decision shall be taken to any such matters without the approval of the director nominated by the Investor. Circular resolutions in relation to such matters, cannot be approved without the written approval of the director nominated by the Investor. Upon the Investor (together with its affiliates) holding equity shares, the Company shall not take any action in respect of these matters if such Reserved Matter requires to be approved by the shareholders, unless the resolution with respect to such matters is duly approved

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by a representative of Investor, present and voting or by way of e-voting (as applicable), at such a shareholders meeting duly called and convened for such purpose.

3. **Shareholders' resolution and voting:** Subject to Reserved Matters, all shareholders' resolutions shall be carried out by the requisite majority of votes as required under applicable law. Subject to applicable law, SCCL and the Investor agree and undertake to exercise all of their voting rights in relation to the equity shares held by them in the Company so as to give full effect to the articles.
4. **Further funding:** For a period of 24 (twenty four) months from May 27, 2022 any issuance of securities by the Company, other than issuances to SCCL or to ensure compliance with any regulatory requirements under applicable law, shall require the consent of majority of shareholders, other than SCCL, of the Company. Apart from issuances as set out above, any issuance of securities by the Company shall require consent of SCCL.
5. **Fall away of rights:** If the shareholding of the Investor is reduced below 10% (ten percent) of the paid up equity share capital of the Company on a fully diluted basis, then all rights provided to the Investor shall fall away and cease to exist without any further action. The director nominated by the Investor shall be required to resign within 7 (seven) days of such reduction in shareholding.

The detailed provisions in relation to the amendments made to the articles (including those set out above) form part of the draft of the proposed articles of association.

In this connection, it is proposed to adopt the regulations contained in the amended and restated articles of association in substitution of and to the entire exclusion of the regulations contained in the existing articles of association of the Company. Pursuant to Section 14 of the Companies Act, 2013 the Company can alter its articles of association by way of a special resolution of the shareholders. Accordingly, the resolution under item no. 4 has been proposed for approval as a special resolution.

The existing articles of association of the Company and the draft of proposed articles of association is available on the Company's website at www.shriramamc.in for perusal by the shareholders and shall also be available for online inspection of the shareholders of the Company. Shareholder(s) interested in obtaining a physical copy of the articles of association can send in their request to the Company's e-mail address srmf@shriramamc.in

None of the directors, key managerial personnel of the Company and/ or their relatives are in any way, concerned or interested in the proposed resolution.

The Board recommends the Special Resolution set forth in Item no.4 for the approval of the Members.

Item No. 5:

Based on the recommendation by the Nomination and Remuneration Committee, the Board of Directors of the Company in its meeting held on June 28, 2022 had appointed Mr. Gaurav Patankar (DIN: 02640421), nominated by Mission1 Investments LLC, as an additional director (non-executive and non-independent) on the Board of the Company effective from June 28, 2022.

In terms of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), effective January 01, 2022, a listed entity shall ensure that approval of shareholders for appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier.

In terms of Section 160 of the Act, the Company has received a notice in writing from a Member signifying his intention to propose the candidature of Mr. Patankar for the office of a Director.

The Company has received from Mr. Patankar (i) consent in writing to act as director in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules, 2014; (ii) intimation in Form DIR-8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that he is not disqualified under Section 164(2) of the Act, and (iii) a declaration that he is neither disqualified from being appointed as a Director in terms of Section 164 of the Act nor is debarred from holding the office of Director pursuant to any SEBI Order.

Mr. Gaurav Patankar holds a Ph.D. in Social and Political Sciences, an M.B.A. in Finance and Strategy and a Bachelor's degree in Electronics and Telecommunications Engineer.

He is an institutional investor and impact entrepreneur focused on emerging markets and alternatives. He is a firm believer that the democratization and digitization of the Indian SME sector is the single biggest transformational opportunity within the Indian markets. He has co-founded Information Interface India Private Limited (Promoter of Niyogin). Over his career of 22 years, he has led investment and research teams at large institutional platforms such as Bloomberg, Bank of America, BNY Mellon, Lockheed Martin, Citi, Millennium Partners and M&T Bank.

In the opinion of the Nomination and Remuneration Committee of the Board and the Board, the vast experience of Mr. Patankar in multiple functional areas will be of tremendous benefit to the Company.

The resolution seeks the approval of members for the appointment of Mr. Patankar as a Director. He is liable to retire by rotation.

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No Director, Key Managerial Personnel or their relatives, except Mr. Patankar to whom the resolution relates, is interested or concerned, financially or otherwise in the resolution.

The Board recommends the Ordinary Resolution set forth in Item no.5 for the approval of the Members.

Item No. 6:

Mr. Marc Scott Irizarry (DIN: 09578499), pursuant to the recommendation of Nomination and Remuneration Committee, was appointed as an Additional Director in the category of Independent Director of the Company, by the Board of Directors of the Company at its Meeting held on June 28, 2022 for 5 (five) years on the Board of the Company.

In terms of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), effective January 01, 2022, a listed entity shall ensure that approval of shareholders for appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Listing Regulations also provide that the appointment of an independent director of a listed entity, shall be subject to the approval of shareholders by way of a special resolution.

The Company has received from Mr. Irizarry (i) consent in writing to act as director in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules, 2014; (ii) intimation in Form DIR-8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that he is not disqualified under Section 164(2) of the Act, and (iii) a declaration under Section 149 (7) of the Act to the effect that he meets the criteria of independence as provided in Section 149(6) of the Act and Regulation 16 (1) (b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'Listing Regulations') and (iv) a declaration that he is not aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact his ability to discharge his duties with an objective independent judgment and without any external influence. At present he is neither disqualified from being appointed as a Director in terms of Section 164 of the Act nor is debarred from holding the office of Director pursuant to any SEBI Order. He is also registered with the database of Independent Directors as constituted by MCA pursuant to the relevant notifications. The Company has received notice in writing pursuant to Section 160 of the Act, from a Member proposing the candidature of Mr. Irizarry for the office of Independent Director, to be appointed as such under the provisions of Section 149 of the Act. In the opinion of the Board, Mr. Irizarry fulfils the conditions specified in the Act and the Rules made thereunder for his appointment as Independent Director and he is independent of the Management and possesses appropriate skills, experience and knowledge.

Mr. Marc Scott Irizarry is the Founder of *MSI*, a strategic consulting and advisory service delivering strategic advisory, consulting, and capital solutions to Traditional, Alternative Asset, and Wealth Management firms. *MSI* offers highly customized, objective advice to a highly selective group of clients seeking organic growth across geographies, products, distribution channels, and inorganically via M&A and strategic partnerships. *MSI* also delivers, via a strong network of third-party relationships, strategic capital solutions, including advising on important capital structure decisions for GP/management companies.

Prior to founding *MSI* in 2020, Mr. Irizarry joined fellow Goldman Sachs alumni in the successful launch of Chiron Investment Management, a de novo asset management business specializing in global asset allocation and quantamental investing.

From the early 2000 to mid-2010s, Mr. Irizarry was a Managing Director at Goldman Sachs where he built the top-ranked sell-side Equity Research franchise in Asset Managers. Mr. Marc oversaw a global sector team which included Brokers, Wealth Management, Asset Managers, and Exchanges. He covered over 30 publicly traded Asset Managers and led the groundbreaking Initial Public Offerings for the world's most storied alternative asset management franchises, including Blackstone, Apollo, KKR, Carlyle Group and many others. Marc's research coverage included many of the largest traditional asset managers and specialist firms, such as BlackRock, Franklin Resources, T. Rowe Price, Invesco, and multi-boutique/affiliate firms such as AMG, Legg Mason, and Virtus Investment Partners.

Currently he is on the Investment Committee of a Bergen County's YJCC. He is an active alum of Cornell University in areas including fundraising for the University and has led Goldman Sachs Research Division on-campus recruiting efforts. He's an avid podcast listener, market observer, and enjoys free time golfing and skiing.

The Board considers that his association would be of immense benefit to the Company and it is desirable to avail the services of Mr. Irizarry as an Independent Director of the Company for 5 (five) years on the Board of the Company, not liable to retire by rotation.

A copy of the letter for the appointment of Mr. Irizarry as an Independent Director setting out the terms and conditions shall be available for inspection without any fees by the Members electronically. Members seeking to inspect the same can send an email to srmf@shriramamc.in

No Director, Key Managerial Personnel or their relatives, except Mr. Irizarry to whom the resolution relates, is interested or concerned, financially or otherwise in the resolution.

The Board recommends the Special Resolution set forth in Item no.6 for the approval of the Members.

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Item No. 7:

Pursuant to the provisions of Section 188 of the Companies Act, 2013 ("the Act"), read with the Companies (Meetings of Board and its Powers) Rules, 2014 ('Rules'), the Company is required to obtain consent of the Board of Directors and prior approval of the members by way of ordinary resolution, in case certain transactions with related parties exceeds such sum as is specified in the said Rules. The aforesaid provisions are not applicable in respect of transactions which are in the ordinary course of business and on arm's length basis.

Further, pursuant to Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'Listing Regulations'), prior approval of the members through ordinary resolution is required for all material related party transactions, even if they are entered into in the ordinary course of business and on arm's length basis. For this purpose, a transaction is considered material, if the transaction/transactions to be entered into individually or taken together with previous transactions during a Financial Year exceeds rupees one thousand crores or 10% of the annual consolidated turnover of the Company, as per the last audited financial statements of the Company.

All the Related Party Transactions entered into by the Company are on arm's length basis and in the ordinary course of business and approval of the Audit Committee / Board is obtained, wherever required.

The Company has existing investments/contract/arrangements/agreements (collectively 'transactions') with Shriram Transport Finance Company Limited (STFC) and Shriram City Union Finance Limited (SCUF), which were entered in the ordinary course of business and at arm's length basis. The estimated value of the transaction (existing and proposed) will exceed the materiality threshold as prescribed under Regulation 23 of the Listing Regulations. Thus, these transactions would require the ratification / approval of the Members by way of Ordinary Resolution. Both the above entities are 'Related Party' as per definition under Section 2(76) of the Companies Act, 2013.

Approval of the Members is sought to ratify/approve all existing transactions with the aforesaid parties. Further, the approval is also sought to enable the Board for entering into new/further transactions (including any modifications, alterations, amendments or renewal thereto) with the aforesaid parties subject to the information / limits mentioned in the table below:

Sr. No.	Particulars	Name of the entity	
		Shriram Transport Finance Company Limited (STFC)	Shriram City Union Finance Limited (SCUF)
1	Nature of Relationship with the Company including nature of its concern or interest (financial or otherwise);	Associate	
2	The nature, duration of the contract and particulars of the contract or arrangement	Investment in the Fixed Deposit/ NCD for the maximum period upto 60 months	
3	Value of the proposed transaction	Upto Rs. 80 Crores (together in STFC and SCUF and including the present and the proposed transactions)	
4	The percentage of the Company's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction	1635%	
5	Justification as to why the RPT is in the interest of the Company	Investment gives a return which is not only compatible but also better than other instruments available in the market.	
6	The material terms of the contract or arrangement including the value, if any	Terms for the investment are similar to the terms given by the issuer to the public and acceptable to the Board.	
7	Any advance paid or received for the contract or arrangement, if any	NIL	
8	The manner of determining the pricing and other commercial terms, both included as part of contract and not considered as part of the contract	Pricing and other commercial terms are similar to the ones given by the issuer to the public and acceptable to the Board.	
9	Details of the source of funds in connection with the transaction	Own resources	

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10	Where any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments, ▶ nature of indebtedness; ▶ cost of funds; and ▶ tenure;	NIL
11	Applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security;	Tenure is maximum upto 60 months and the minimum interest rate is 7% P.A. FD: Unsecured NCD: Secured
12	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT	As per terms mentioned in the instrument
13	Whether all factors relevant to the contract have been considered, if not, the details of factors not considered with the rationale for not considering those factors	All factors relevant to the contract have been considered
14	Any other information relevant or important for the Board to take a decision on the proposed transaction	All the information relevant or important for the Board to take a decision on the proposed transaction has been provided

The said investment in Fixed Deposits and NCDs of STFC and SCUF are within the limits approved by the shareholders as per Section 186 of the Companies Act, 2013.

Regulation 23 (7) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 provides that the related parties shall not vote on such resolutions, therefore, none of the Promoter Group entities holding share(s) will vote on the above Resolution.

None of the Directors and Key Managerial Personnel or their relatives are in any way, concerned or interested, financially or otherwise, in the said resolution.

The Board recommends the Ordinary Resolution as set out in Item No. 7 of this Notice for approval of the Members.

By Order of the Board of Directors
For **Shriram Asset Management Company Limited**
Reena Yadav
Company Secretary

Place: Kolkata

Date: June 28, 2022

Details of Directors seeking Appointment/Reappointment at the Annual General Meeting pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and clause 1.2.5 of the Secretarial Standard-2:

Name of the Director	Mrs. Subhasri Sriram	Mr. Gaurav Patankar	Mr. Marc Scott Irizarry
Date of Birth	April 08, 1969	October 21, 1977	September 24, 1973
Date of Appointment	October 25, 2021	June 28, 2022	June 28, 2022
Qualifications	She is a Post Graduate in Commerce, Fellow Member of the Institute of Cost Accountants of India (ICMAI) and the Institute of Company Secretaries of India (ICSI). She also holds Post Graduate Diploma in Systems Management from NIIT and Post Graduate Diploma in Cyber Laws from NALSAR Hyderabad.	He holds a Ph.D. in Social and Political Sciences, an M.B.A. in Finance and Strategy and a Bachelor's degree in Electronics and Telecommunications Engineering	He is BS Graduate of Cornell University, New York

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Expertise in specific functional area	<p>She has nearly 3 decades of professional experience including 24 years in Shriram Group's Finance Services business. She held the position of CFO for 18 years in listed companies viz as Executive Director and CFO of Shriram City Union Finance Ltd (SCUF) for 15 years and as Executive Director and CFO of Take Solutions Ltd for 3 years. She has handled many critical assignments related to implementing new organization structures, improving business processes, raising several rounds of equity from marquee investor across globe and raising external commercial borrowings.</p>	<p>He is an institutional investor and impact entrepreneur focused on emerging markets and alternatives. He is a firm believer that the democratization and digitization of the Indian SME sector is the single biggest transformational opportunity within the Indian markets. Over his 22 years of his career, he has led investment and research teams at large institutional platforms such as Bloomberg, Bank of America, BNY Mellon, Lockheed Martin, Citi, Millennium Partners and M&T Bank.</p>	<p>He is the Founder of MSI, a strategic consulting and advisory service delivering strategic advisory, consulting, and capital solutions to Traditional, Alternative Asset, and Wealth Management firms. MSI offers highly customized, objective advice to a highly selective group of clients seeking organic growth across geographies, products, distribution channels, and inorganically via M&A and strategic partnerships. MSI also delivers, via a strong network of third-party relationships, strategic capital solutions, including advising on important capital structure decisions for GP/management companies. Prior to founding MSI in 2020, he joined fellow Goldman Sachs alumni in the successful launch of Chiron Investment management, a de novo asset management business specializing in global asset allocation and quantamental investing.</p>
Skills and capabilities of the Director	Refer to the table below	Refer to the table below	Refer to the table below
Directorships held in other companies	<ul style="list-style-type: none"> • Jaikirti Management Consultancy Private Limited • Shriram Overseas Investments Private Limited • Shriram Seva Sankalp Foundation • Iserveu Technology Private Limited • TVS Electronics Limited • Niyogin Fintech Limited • Shriram Investment Holdings Limited • Shriram Wealth Limited 	<ul style="list-style-type: none"> • Niyogin Fintech Limited 	Nil

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Membership/ Chairmanship of Committees of other public companies (including only Audit Committee and Stakeholders Relationship Committee)	Audit Committee <ul style="list-style-type: none"> • Niyogin Fintech Limited * • TVS Electronics Limited * • Shriram Overseas Investments Private Limited 	Stakeholders Relationship Committee <ul style="list-style-type: none"> • Niyogin Fintech Limited 	Nil
The Listed entity from which Director has resigned in last three years	Take Solutions Limited	Nil	Nil
No. of Board Meetings attended during the last Financial Year 2021-2022	2	N.A.	N.A.
No. of shares held in the Company (#)	Nil	Nil	Nil
Relationship with other Directors and Key Managerial Personnel	Mrs. Subhasri Sriram is not related to any Director and Key Managerial Personnel	Mr. Gaurav Patnakar is not related to any Director and Key Managerial Personnel	Mr. Marc Scott Irizarry is not related to any Director and Key Managerial Personnel

* Chairman of the committee

As on the date of Notice of AGM

Skills and capabilities required for the role of the Director as identified by the Board and the manner in which the proposed person meets such requirements:

Sr. No.	Desired/Needed Skills, Experience, Attribute	SS	GP	MI
1	Industry Expertise	Yes	Yes	Yes
2	Risk Management and Regulatory Expertise	Yes	Yes	Yes
3	Financial Markets Expertise	Yes	Yes	Yes
4	Business Strategy	Yes	Yes	Yes
5	Communication and Transparency Expertise	Yes	Yes	Yes
6	Behavioural Expertise	Yes	Yes	No
7	Financial and Management Expertise	Yes	Yes	Yes

Please Note:

SS= Mrs. Subhasri Sriram, GP=Mr. Gaurav Patnakar, MI= Mr. Marc Scott Irizarry.