



SHRIRAM ASSET MANAGEMENT COMPANY LIMITED

CIN: L65991MH1994PLC079874

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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 OF POSTAL BALLOT

[Notice pursuant to Section 110 of the Companies Act, 2013, read with Rule 22 of Companies (Management and Administration) Rules, 2014 as amended]

Dear Member(s),

NOTICE is hereby given that pursuant to the provisions of Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013 ("**Act**") read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended ("**Rules**"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, ("**SEBI Listing Regulations**"), Secretarial Standard on General Meetings ("**SS-2**") issued by the Institute of Company Secretaries of India and in accordance with General Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020 read with other relevant circulars including General Circular No. 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs from time to time ("**MCA**") (hereinafter collectively referred to as "**MCA Circulars**") and subject to other applicable laws, rules and regulations {including any statutory modification(s) or re-enactment(s) thereof for the time being in force and as amended from time to time}, the Resolution for Special Business appended below is proposed to be passed by the Members of the Company by way of Postal Ballot only through voting by electronic means ("**remote e-voting**").

SPECIAL BUSINESS

- 1. Approval of Material Related Party Transaction with Shriram Finance Limited for purchase of their office furniture and fixtures (movable and immovable), including consideration towards interior works and electrical fittings, etc.**

To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ("**SEBI Listing Regulations**"), the applicable provisions of the Companies Act, 2013 read with Rules made thereunder and other applicable provisions, if any, [including any statutory modification(s) or amendment(s) or re-enactment(s) thereof, for the time being in force], the Company's Policy on Materiality of Related Party Transactions and dealing with Related Party Transactions and based on the approval/ recommendation of the Audit Committee and the Board of Directors of the Company, approval of the Members be and is hereby accorded to the Company to enter into transaction/arrangement/ agreement (including any modifications, alterations, amendments or renewal thereto), between the Company and Shriram Finance Limited (SFL), being a related party of the Company, for the purchase of office furniture and fixtures (movable & immovable) including consideration for interior works and electrical fittings etc. on such material terms and conditions as mentioned in the explanatory statement to this Resolution and as may be mutually agreed between the Company and SFL, notwithstanding the fact that such transaction/ arrangement/

agreement, may exceed 10% of the annual consolidated turnover of the Company as per the last audited financial statements of the Company, such that the aggregate proposed transaction value will not breach the maximum limit of Rs. 60,00,000/- (Rupees Sixty Lakhs only) excluding applicable taxes as detailed in the explanatory statement for the said purpose, provided that the said transaction/arrangement/ agreement shall be carried out in the ordinary course of business of the Company and at an arm's length basis.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things as it may deem fit in its absolute discretion, to delegate all or any of its powers conferred under this resolution to any Director or Key Managerial Personnel or any officer / executive of the Company and to resolve all such issues, questions, difficulties or doubts whatsoever that may arise in this regard and all action(s) taken by the Company in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects.

By order of the Board of Directors
For **Shriram Asset Management Company Limited**
Sd/-
Vinita A. Kapoor
Lead - Company Secretary & Legal
ICSI Membership No. A33574

Place: Mumbai
Date: March 25, 2026

Notes:

1. The Explanatory Statement pursuant to Section 102 and other applicable provisions of the Companies Act, 2013 (**the "Act"**) read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (**"Rules"**) and other applicable provisions, if any and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India (**"SS-2"**) setting out all material facts relating to the special business and the reasons/rationale of the proposed resolution contained in this Notice is annexed hereto. All documents referred to in this Postal Ballot Notice shall be available for inspection without any fees by the Members electronically until 5:00 p.m of the last date of remote e-voting on the Postal Ballot i.e. Saturday, April 25, 2026. Members seeking to inspect the same can send an email to srmf@shriramamc.in at least 7 working days before the date on which they intend to inspect the document.
2. The Board of Directors has appointed Mr. Suhas Ganpule, Practicing Company Secretary (Membership No. 12122) as the Scrutinizer to conduct the Postal Ballot through remote e-voting process in a fair and transparent manner in accordance with the provisions of the Act read with Rules and the MCA Circulars. The Company has engaged the services of Central Depository Services (India) Limited (**"CDSL"**) as the agency to provide e-voting facility enabling the members to cast their votes electronically in a secure manner.
3. In conformity with the prevailing regulatory requirements, the Postal Ballot notice is being sent only through electronic mode to those members whose names appear in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories on **Friday, March 20, 2026 ("Cut-off date")** and who have registered their e-mail addresses with the Company or with the Depositories.
4. Voting rights of the Members shall be in proportion to the shares held by them in the paid-up equity share capital of the Company as on the "Cut-off date". 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 Depositories as on the Cut-off date will be entitled to cast their votes by remote e-voting. A person who is not a Member as on the Cut-off date should treat this Postal Ballot Notice for information purposes only. This Notice is also available on the Company's website www.shriramamc.in and also on the website of Stock Exchange i.e. www.bseindia.com and on the website of CDSL at www.evotingindia.com.

5. If your e-mail address is not registered with the Company/Depositories, please follow the process provided in the Notes to receive this Postal Ballot Notice. The Scrutinizer will submit the results of the remote e-voting along with his report to the Chairman of the Company or any person authorized by him upon completion of the scrutiny of the votes cast through remote e-voting. **The results of the Postal Ballot will be announced on or before Monday, April 27, 2026.** The said results along with the Scrutinizer's Report would be uploaded on the website of the Company www.shriramamc.in and also would be communicated to the Stock Exchange at www.bseindia.com and Central Depository Services (India) Limited ("CDSL") at www.evotingindia.com.
6. The Resolution, if passed by requisite majority, will be deemed to have been passed on the last day of voting i.e. **Saturday, April 25, 2026.**
7. The instructions for Shareholders for remote e-voting are as under:
 - Step 1:** Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.
 - Step 2:** Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.
 - i) **The remote e-voting period commences from 09:00 A.M. on Friday, March 27, 2026 and ends at 5:00 P.M. on Saturday, April 25, 2026.** During this period, the Members of the Company holding shares either in physical form or in dematerialized form, as on the Cut-Off Date of **Friday, March 20, 2026**, may cast their vote electronically. The e-voting module shall be disabled by CDSL thereafter.
 - ii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 09, 2020, under Regulation 44 of SEBI Listing Regulations, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolution. 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 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.

Step 1: Access through Depositories CDSL/NSDL e-voting system in case of individual shareholders holding shares in demat mode.

- iii) 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 **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<ol style="list-style-type: none"> 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 users to login to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 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, 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 cdsl website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option. 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. 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 Depository	<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.nsd.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

	<p>you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select “Register Online for IDeAS Portal or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.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.</p> <p>4) For OTP based login you can click on https://eservices.nsd.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. 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 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.</p>
<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)</p>	<p>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 website for casting your vote during the remote e-Voting period.</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned 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
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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 toll free no. 1800 21 09911.
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: 022 - 4886 7000 and 022 - 2499 7000.

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

iv) Login method for remote e-Voting for **physical shareholders and shareholders other than individual holding in Demat form.**

- 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 Physical shareholders and other than individual shareholders holding shares in Demat	
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. 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.

- v) After entering these details appropriately, click on “SUBMIT” tab.
- vi) 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.
- vii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- viii) Click on the EVSN “SHRIRAM ASSET MANAGEMENT COMPANY LIMITED”.

- ix) 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.
- x) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- 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 to change your vote, click on “CANCEL” and accordingly modify your vote.
- xii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- xiii) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- xiv) 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.
- xv) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- xvi) **Additional Facility for Non- Individual Shareholders and Custodians –For Remote Voting only.**
 - 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 will be mapped automatically & can be delink in case of any wrong mapping.
 - It is Mandatory that, 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 mandatory 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.

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 remote e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911.

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 1800 21 09911.

By order of the Board of Directors
For **Shriram Asset Management Company Limited**
Sd/-
Vinita A. Kapoor
Lead - Company Secretary & Legal
ICSI Membership No. A33574

Place: Mumbai
Date: March 25, 2026

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

ITEM NO. 1:

Brief background and details of the proposed transaction:

The Company proposes to consolidate its existing four separate offices in Andheri East, Mumbai, into a single corporate office through transfer of lease of one of the premises being vacated by Shriram Finance Limited ("SFL"). As part of the transfer of lease, it is proposed to enter into transaction/ arrangement/ agreement with SFL for the purchase of their office furniture and fixtures (movable and immovable), including consideration towards interior works and electrical fittings, etc. in the said premises, for a proposed transaction value of Rs. 60,00,000/- excluding applicable taxes. The furniture and fixtures are less than 24 months old and are in good condition. The estimated replacement value of the said assets is approximately Rs. 150 lakhs – Rs. 180 lakhs. Accordingly, the proposed transaction is considered commercially beneficial and cost-efficient for the Company.

Regulatory Framework and need for Shareholders' Approval

As per the proviso to Regulation 23(1) read with Schedule XII of the SEBI Listing Regulations, as amended, a transaction with a related party shall be considered material, if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceeds 10% of the annual consolidated turnover of the listed entity as per the last audited financial statements of the listed entity, in cases where the consolidated turnover is upto Rs. 20,000 Crore. The consolidated turnover of the Company as per the audited financial statements for financial year 2024-25 stood at Rs. 1,96,87,042/-. Accordingly, the threshold of material RPT for the Company, based on the consolidated audited financial statements of the Company as on March 31, 2025, is Rs. 19,68,704/- ("Materiality Threshold"). Regulation 23(4) of the SEBI Listing Regulations specifies that all material related party transactions and subsequent material modifications as defined by the Audit Committee under Regulation 23(2) of the SEBI Listing Regulations shall require prior approval of the shareholders through resolution and no related party shall vote to approve such resolutions whether the entity is a related party to the particular transaction or not. Regulation 23(2) of the SEBI Listing Regulations provides that prior approval of the Audit Committee is required for all RPTs where a listed entity is a party.

Arm's Length Basis

The proposed related party transaction is at arm's length and in the ordinary course of business.

The proposed transaction shall be undertaken on an arm's length basis and supported by an independent auditor certificate. The material related party transaction has been approved by the independent directors in the Audit Committee. The proposed transaction is in line with prevailing market terms. The transaction is considered commercially beneficial and cost-efficient for the Company.

In terms of SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/135 dated October 13, 2025, the disclosure requirements prescribed under the Industry Standards on "Minimum Information to be Provided to the Audit Committee and Shareholders for Approval of Related Party Transactions" ("RPT Industry Standards"), as made applicable by SEBI vide its circular dated June 26, 2025, are not applicable to related party transactions which, whether entered into individually or taken together with previous transactions during a financial year, do not exceed Rs. One Crore. As the proposed transaction with SFL does not exceed Rs. One Crore, the requirement to provide minimum information as specified under the RPT Industry Standards is not applicable.

Basic details of the proposed transaction:

Sr. No.	Particulars	Details
1.	A summary of the information provided by the management of the listed entity to the audit committee	<p>Name of the Related Party- Shriram Finance Limited (SFL)</p> <p>Relationship- SFL is a related party and associate of the ultimate holding company - Shriram Capital Private Limited and part of the Promoter Group / PAC</p> <p>The Company proposes to enter into a one-time related party transaction with SFL for the purchase of office furniture and fixtures (including movable and immovable), along with interior works and electrical fittings, etc. for an aggregate consideration not exceeding Rs. 60,00,000/- (Rupees Sixty Lakhs only), excluding applicable taxes.</p> <p>The transaction represents approximately 30.48% of the Company's annual consolidated turnover for FY 2024-25 and is in the ordinary course of business and at an arm's length basis, supported by external party reports.</p> <p>The proposed transaction is considered to be in the interest of the Company as it facilitates consolidation of its offices into a single corporate office, resulting in commercially beneficial and</p>

		cost-efficient, particularly in view of the significantly higher estimated replacement value of the assets. No advance is payable under the transaction.
2.	Justification as to why the RPT is in the interest of the Company	The Company is planning to consolidate its existing four separate offices in Andheri East, Mumbai, into a single corporate office through transfer of lease of one of the premises being vacated by SFL. As part of the transfer of lease, it is proposed to enter into transaction/ arrangement/ agreement with SFL for the purchase of their office furniture and fixtures (movable and immovable), including consideration towards interior works and electrical fittings, etc. in the said premises, for a proposed transaction value of Rs. 60,00,000/- excluding applicable taxes. The furniture and fixtures are less than 24 months old and are in good condition. The estimated replacement value of the said assets is approximately Rs. 150 lakhs – Rs. 180 lakhs. Accordingly, the proposed transaction is considered commercially beneficial and cost-efficient for the Company.
3.	Percentage of the counter-party's annual consolidated turnover that is represented by the value of the proposed RPT on a voluntary basis	0.001% of SFL's annual consolidated turnover for FY 2024-25 (based on turnover of Rs. 41834.42 Crores)

The Audit Committee of the Company and the Board of Directors of the Company, vide resolutions passed by circulation on March 23, 2026, and March 25, 2026 respectively, have considered, approved and recommended the material related party transaction as envisaged in this notice for approval of the Members.

It is pertinent to note that no related party of the Company shall vote to approve Resolution(s) at item no. 1 of the Notice, whether the entity / related party, is a related party to the particular transaction(s) or not.

None of the Directors and / or Key Managerial Personnel of the Company and / or their respective relatives are concerned or interested, financially or otherwise, in the said transaction.

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

Sd/-
Vinita A. Kapoor
Lead- Company Secretary & Legal
ICSI Membership No. A33574

Place: Mumbai
Date: March 25, 2026