

SG & ASSOCIATES

Company Secretaries

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Consolidated Scrutinizer's Report

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

To,
The Chairman,
27th Annual General Meeting of the Equity Shareholders of
Shriram Asset Management Company Limited
held on Wednesday, July 28, 2021 at 11.30 a.m. through Video conferencing/Other
Audio Visual Means

Consolidated Scrutinizer's Report on voting by Remote E-voting and E-voting
facility to the shareholders present at the AGM through Video Conferencing/ Other
Audio Visual Means in respect of the resolutions (businesses) contained in the
Notice dated May 19, 2021

Dear Sir,

I, Mr. Suhas S. Ganpule, Practicing Company Secretary, appointed as Scrutinizer
for the purpose of the Voting through Remote E-voting and E-voting facility to the
Shareholders present at the AGM through Video Conferencing/ Other Audio Visual
means (VC/OAVM) on the below mentioned resolution(s), at 27th Annual General
Meeting of the Equity Shareholders of the Company held on Wednesday, July 28,
2021 at 11.30 a.m., submit my report as under:

The Management of the Company is responsible to ensure compliance with the
requirements of the relevant provisions of (i) The Companies Act, 2013 and the
Rules made thereunder; (ii) The SEBI (Listing Obligations and Disclosure
Requirements) Regulations, 2015 and (iii) Secretarial Standard-2 on General
Meetings issued by the Institute of Company secretaries of India, relating to the
E-voting facility to the shareholders present at the AGM through VC/OAVM and
Remote E-voting. My responsibilities as a Scrutinizer is restricted to give a
consolidated report on the Votes cast by the members for the resolutions
(Business) contained in the Notice dated May 19, 2021, through Remote E-voting and
E-voting facility to the Shareholders present at the AGM through VC/OAVM.

1. After the time fixed for E-voting facility to the shareholders present at the
AGM through VC /OAVM by the Chairman, electronic voting system for Voting was
started.
2. The Company had appointed Central Depository Services (India) Limited ("CDSL")
as the Agency for providing e-voting facility to the shareholders present at
the AGM through VC/OAVM and who had not casted their vote earlier through
remote e-voting facility.
3. The remote e-voting period remained open from Saturday, July 24, 2021 (9.00
A.M.) to Tuesday, July 27, 2021 (5.00 P.M.)



4. The shareholders holding shares as on the "cut off" date i.e. Thursday, July 21, 2021 were entitled to vote on the proposed resolutions (Items No.1 to 4 as set out in the Notice of the 27th Annual General Meeting of the Company).
5. The votes were unblocked on July 28, 2021 in the presence of two witnesses Mrs. Kavita Pawar and Mr. Uday Sawant who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

(Kavita S Pawar)

(Uday Sawant)

6. The result of the scrutiny of voting by Remote E-Voting and through E-voting facility to the shareholders present at the AGM through VC/OAVM, in respect of resolutions (businesses) contained in Notice dated May 19, 2021 is as under:

- 1) **Resolution No. 1- (Ordinary Resolution):**
Adoption of Annual Accounts for the year ended March 31, 2021 and the Statement of Profit and Loss for the year ended together with Directors Report and Auditors thereon that date.

(i) Voted in favour of resolution:

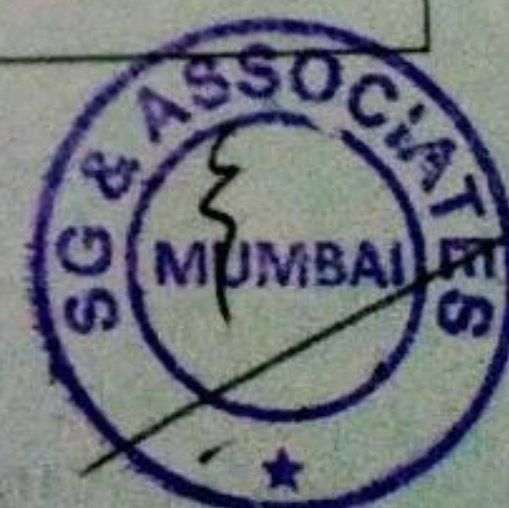
Voting Description	Number of Members who vote	Number of shares for which votes casted.	% of total number of valid votes casted
Remote E-voting	62	41,25,654	99.99
E-voting during AGM	03	12	92.31
Total	65	41,25,666	99.99

(ii) Voted in against of resolution:

Voting Description	Number of Members who vote	Number of shares for which votes casted.	% of total number of valid votes casted
Remote E-voting	1	10	0.01
E-voting during AGM	1	01	7.69
Total	2	11	0.01

(iii) Invalid Votes:

Voting Description	Number of Members who vote	Number of shares for which votes casted.
Remote E-voting	--	--
E-voting during AGM	--	--
Total	--	--



2) **Resolution No. 2 - (Ordinary Resolution):**

Appointment of Mr. Dhruv Mehta (DIN 02083226), Director who retires by rotation

(i) Voted in favour of resolution:

Voting Description	Number of Members who vote	Number of shares for which votes casted.	% of total number of valid votes casted
Remote E-voting	62	41,25,654	99.99
E-voting during AGM	03	12	92.31
Total	65	41,25,666	99.99

(ii) Voted in against of resolution:

Voting Description	Number of Members who vote	Number of shares for which votes casted.	% of total number of valid votes casted
Remote E-voting	1	10	0.01
E-voting during AGM	1	01	7.69
Total	2	11	0.01

(iii) Invalid Votes:

Voting Description	Number of Members who vote	Number of shares for which votes casted.
Remote E-voting	--	--
E-voting during AGM	--	--
Total	--	--

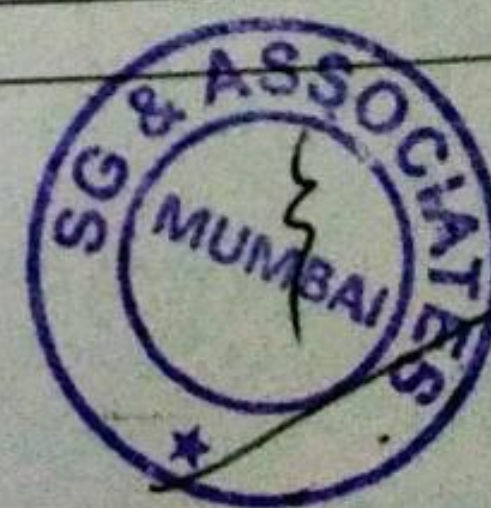
3) **Resolution No. 3 - (Special Resolution):**

Reappointment of Mr. Akhilesh Kumar Singh (DIN: 00421577) as Managing Director for a period of one year, to hold office upto February 13, 2022.

(i) Voted in favour of resolution:

Voting Description	Number of Members who vote	Number of shares for which votes casted.	% of total number of valid votes casted
Remote E-voting	61	41,25,649	99.99
E-voting during AGM	03	12	92.31
Total	64	41,25,661	99.99

(ii) Voted in against of resolution:



Voting Description	Number of Members who vote	Number of shares for which votes casted.	% of total number of valid votes casted
Remote E-voting	2	15	0.01
E-voting during AGM	1	01	7.69
Total	3	16	0.01

(iii) Invalid Votes:

Voting Description	Number of Members who vote	Number of shares for which votes casted.
Remote E-voting	--	--
E-voting during AGM	--	--
Total	--	--

4) Resolution No. 4 - (Ordinary Resolution):

Approval for Related Party Transactions pursuant to Section 188.

(i) Voted in favour of resolution:

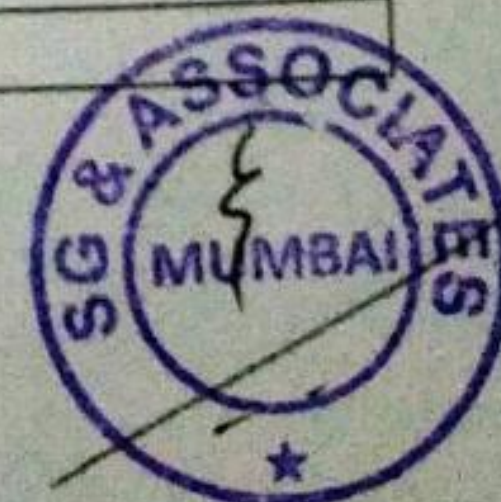
Voting Description	Number of Members who vote	Number of shares for which votes casted.	% of total number of valid votes casted
Remote E-voting	61	5644	99.82
E-voting during AGM	03	12	92.31
Total	*64	5656	99.80

(ii) Voted in against of resolution:

Voting Description	Number of Members who vote	Number of shares for which votes casted.	% of total number of valid votes casted
Remote E-voting	1	10	0.18
E-voting during AGM	1	01	7.69
Total	2	11	0.20

(iii) Invalid Votes:

Voting Description	Number of Members who vote	Number of shares for which votes casted.
Remote E-voting	--	--
E-voting during AGM	--	--
Total	--	--



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(*) Regulation 23 (7) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 provides that all the entities falling under the definition of related parties shall abstain from voting irrespective of whether the entity is a party to the particular transaction or not. Therefore, none of the Promoter Group entities holding share(s) voted on the above Resolution (One Shareholder representing 4120010 Shares).

All the Resolutions at item numbers 1 to 4 have been passed with requisite majority.

All relevant records relating to electronic voting were sealed and handed over to the Company Secretary, of the Company, for safe keeping.

Thanking you,

Yours faithfully,
For SG & Associates
Practicing Company Secretaries

Suhas S. Ganpule
Proprietor

Membership No.: 12122

C. P. No.: 5722

UDIN: A012122C000700909

Place: Mumbai
Date: July 28, 2021

SG & ASSOCIATES
COMPANY SECRETARIES

SUHAS S. GANPULE
PROPRIETOR
C.P. NO. 5722

