



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,
29th Annual General Meeting of the Equity Shareholders of
Shriram Asset Management Company Limited
held on Wednesday, July 26, 2023 at 4.30 p.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 09, 2023

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 Annual General Meeting (AGM) through Video Conferencing/ Other Audio Visual means (VC/OAVM) on the below mentioned resolution(s), at 29th Annual General Meeting of the Equity Shareholders of the Company held on Wednesday, July 26, 2023 at 4.30 p.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 09, 2023, 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 22, 2023 (9.00 A.M.) to Tuesday, July 25, 2023 (5.00 P.M.)
4. The shareholders holding shares as on the "cut off" date i.e. Wednesday, July 19, 2023 were entitled to vote on the proposed resolutions (Items No.1 to 3 as set out in the Notice of the 29th Annual General Meeting of the Company).
5. The votes were unblocked on **July 26, 2023** in the presence of two witnesses Mr. Shravan Chavan and Mr. Umit Vala who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.





(Signature)

(Signature)

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 09, 2023 as under:

1) Resolution No. 1- (Ordinary Resolution):

Adoption of Annual Accounts for the year ended March 31, 2023 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	50	4610532	100%
E-voting during AGM	05	8729	100%
Total	55	4619261	100%

(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	0	0	0
E-voting during AGM	0	0	0
Total	0	0	0

(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):

Re-appointment of Mr. Dhruv Mehta (DIN 02083226), as 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	48	4569672	99.1138%
E-voting during AGM	04	3472	39.77%
Total	52	4573144	99.0016%

(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	02	40860	0.8862%





E-voting during AGM	01	5257	60.23%
Total	03	46117	0.9984%

(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 - (Ordinary Resolution):

Approval for Related Party Transaction

(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	49	490522	100%
E-voting during AGM	05	8729	100%
Total	54	499251	100%

(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	0	0	0
E-voting during AGM	0	0	0
Total	0	0	0

(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	-	-

(*) Regulation 23 (4) 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).

Company has allotted 1662634 Equity Shares in lieu of conversion of Securities on July 24, 2023. Out of which 804500 number of equity shares have been allotted to Promoter i.e. Shriram Credit Company Limited in lieu of conversion of Compulsory Convertible Preference Shares and the balance 858134 number of equity shares to Mission Investments LLC in lieu of conversion of Warrants.

However, for the purpose of AGM, voting rights have to be reckoned on the paid up value shares of the Company registered in the names of the shareholders as on the cut-off date, which is July 19, 2023.





SG & ASSOCIATES

Company Secretaries

Hence, for the AGM e-voting the above 1662634 no of Equity Shares allotted after the cut-off date are not considered

All the Resolutions at item numbers 1 to 3 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: A012122E000683298

SG & ASSOCIATES
COMPANY SECRETARIES

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

Place: Mumbai
Date: July 26, 2023

