

July 28, 2024

**The Secretary**  
**National Stock Exchange of India Limited**  
**Capital Market – Listing, Exchange Plaza,**  
**5<sup>th</sup> Floor, Plot No. C/1, G Block,**  
**Bandra-Kurla Complex, Bandra (E),**  
**Mumbai 400 051**

**The Secretary**  
**BSE Ltd.**  
**25<sup>th</sup> Floor, Phiroze Jeejeebhoy Towers**  
**Dalal Street, Fort**  
**Mumbai 400 001**

**NSE SCRIP CODE: CHOLAFIN EQ**

**BSE SCRIP CODE: 511243**

Dear Sirs,

**Sub: Voting Results and Consolidated Scrutinizer Report under 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 we submit herewith the voting results along with consolidated Report of the Scrutinizer for the businesses transacted at 46<sup>th</sup> Annual General Meeting (AGM) of the Company held on Friday, 26<sup>th</sup> July, 2024, through Video Conference. Based on the consolidated Report of the Scrutinizer, all resolutions as set out in the Notice of the 46<sup>th</sup> AGM have been duly approved by the shareholders with requisite majority.

We request you to kindly take the above on record.

Thanking you,

Yours faithfully,  
For Cholamandalam Investment and Finance Company Limited

P Sujatha  
Company Secretary

Encl.: As above

**Cholamandalam Investment and Finance Company Ltd.**

"Chola Crest", C54-55 & Super B-4, Thiru-Vi-Ka Industrial Estate,  
Guindy, Chennai - 600032. Tel.: 044 4090 7172 | Fax: 044 4090 6464  
Toll-Free No.: 1800 102 4565 | Website: www.cholamandalam.com  
CIN: L65993TN1978PLC007576

	CHOLAMANDALAM INVESTMENT AND FINANCE CO. LTD
Date of the AGM/EGM	26-07-2024
Total number of shareholders on record date	154618
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	0
Public:	0
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	33
Public:	87

Resolution No.	1									
Resolution required: (Ordinary/ Special)	ORDINARY - Adoption of Audited Standalone Financial Statements together with the board's report and auditors' report thereon for the financial year ended 31st March, 2024									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	422,877,095	419,703,592	99.2495	419,703,592	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>422,877,095</b>	<b>419,703,592</b>	<b>99.2495</b>	<b>419,703,592</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public- Institutions	E-Voting	365,541,486	324,711,979	88.8304	324,711,979	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>365,541,486</b>	<b>324,711,979</b>	<b>88.8304</b>	<b>324,711,979</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public- Non Institutions	E-Voting	51,822,611	4,983,805	9.6170	4,982,966	839	99.9832	0.0168	0	0
	Poll		581,704	1.1225	581,704	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>51,822,611</b>	<b>5,565,509</b>	<b>10.7395</b>	<b>5,564,670</b>	<b>839</b>	<b>99.9849</b>	<b>0.0151</b>	<b>0</b>
<b>Total</b>	<b>840,241,192</b>	<b>749,981,080</b>	<b>89.2578</b>	<b>749,980,241</b>	<b>839</b>	<b>99.9999</b>	<b>0.0001</b>	<b>0</b>	<b>0</b>	

<b>Resolution No.</b>	2									
<b>Resolution required: (Ordinary/ Special)</b>	ORDINARY - Adoption of Audited Consolidated Financial Statements including the Auditors Report thereon for the financial year ended 31st March, 2024									
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>	No									
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held (1)</b>	<b>No. of votes polled (2)</b>	<b>% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100</b>	<b>No. of Votes – in favour (4)</b>	<b>No. of Votes – against (5)</b>	<b>% of Votes in favour on votes polled (6)=[(4)/(2)]*100</b>	<b>% of Votes against on votes polled (7)=[(5)/(2)]*100</b>	<b>Votes Invalid</b>	<b>Votes Abstained</b>
<b>Promoter and Promoter Group</b>	E-Voting	422,877,095	419,703,592	99.2495	419,703,592	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>422,877,095</b>	<b>419,703,592</b>	<b>99.2495</b>	<b>419,703,592</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
<b>Public- Institutions</b>	E-Voting	365,541,486	324,711,979	88.8304	324,711,979	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>365,541,486</b>	<b>324,711,979</b>	<b>88.8304</b>	<b>324,711,979</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
<b>Public- Non Institutions</b>	E-Voting	51,822,611	4,983,796	9.6170	4,983,777	19	99.9996	0.0003	0	0
	Poll		581,704	1.1225	581,704	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>51,822,611</b>	<b>5,565,500</b>	<b>10.7395</b>	<b>5,565,481</b>	<b>19</b>	<b>99.9997</b>	<b>0.0003</b>	<b>0</b>
<b>Total</b>	<b>840,241,192</b>	<b>749,981,071</b>	<b>89.2578</b>	<b>749,981,052</b>	<b>19</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	

<b>Resolution No.</b>	3									
<b>Resolution required: (Ordinary/ Special)</b>	ORDINARY - Confirmation of Interim dividend and declaration of Final dividend for the financial year ended 31st March, 2024									
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>	No									
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held (1)</b>	<b>No. of votes polled (2)</b>	<b>% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100</b>	<b>No. of Votes – in favour (4)</b>	<b>No. of Votes – against (5)</b>	<b>% of Votes in favour on votes polled (6)=[(4)/(2)]*100</b>	<b>% of Votes against on votes polled (7)=[(5)/(2)]*100</b>	<b>Votes Invalid</b>	<b>Votes Abstained</b>
<b>Promoter and Promoter Group</b>	E-Voting	422,877,095	419,703,592	99.2495	419,703,592	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>422,877,095</b>	<b>419,703,592</b>	<b>99.2495</b>	<b>419,703,592</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
<b>Public- Institutions</b>	E-Voting	365,541,486	324,851,459	88.8686	324,851,459	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>365,541,486</b>	<b>324,851,459</b>	<b>88.8686</b>	<b>324,851,459</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
<b>Public- Non Institutions</b>	E-Voting	51,822,611	4,983,796	9.6170	4,983,783	13	99.9997	0.0002	0	0
	Poll		581,704	1.1225	581,704	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>51,822,611</b>	<b>5,565,500</b>	<b>10.7395</b>	<b>5,565,487</b>	<b>13</b>	<b>99.9998</b>	<b>0.0002</b>	<b>0</b>
<b>Total</b>	<b>840,241,192</b>	<b>750,120,551</b>	<b>89.2744</b>	<b>750,120,538</b>	<b>13</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	

Resolution No.	4									
Resolution required: (Ordinary/ Special)	ORDINARY - Re-appointment of Mr. Ravindra Kumar Kundu (DIN: 07337155) as a Director retiring by rotation									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	422,877,095	419,703,592	99.2495	419,703,592	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>422,877,095</b>	<b>419,703,592</b>	<b>99.2495</b>	<b>419,703,592</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public- Institutions	E-Voting	365,541,486	324,836,285	88.8644	323,485,857	1,350,428	99.5843	0.4157	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>365,541,486</b>	<b>324,836,285</b>	<b>88.8644</b>	<b>323,485,857</b>	<b>1,350,428</b>	<b>99.5843</b>	<b>0.4157</b>	<b>0</b>
Public- Non Institutions	E-Voting	51,822,611	4,983,766	9.6170	4,982,642	1,124	99.9774	0.0225	0	0
	Poll		581,704	1.1225	581,704	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>51,822,611</b>	<b>5,565,470</b>	<b>10.7395</b>	<b>5,564,346</b>	<b>1,124</b>	<b>99.9798</b>	<b>0.0202</b>	<b>0</b>
<b>Total</b>	<b>840,241,192</b>	<b>750,105,347</b>	<b>89.2726</b>	<b>748,753,795</b>	<b>1,351,552</b>	<b>99.8198</b>	<b>0.1802</b>	<b>0</b>	<b>0</b>	

Resolution No.	5									
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of B.K. Khare & Co., Chartered Accountants (firm registration no. 105102W) as joint statutory auditor of the Company.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	422,877,095	419,703,592	99.2495	419,703,592	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>422,877,095</b>	<b>419,703,592</b>	<b>99.2495</b>	<b>419,703,592</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public- Institutions	E-Voting	365,541,486	324,836,285	88.8644	324,639,467	196,818	99.9394	0.0605	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>365,541,486</b>	<b>324,836,285</b>	<b>88.8644</b>	<b>324,639,467</b>	<b>196,818</b>	<b>99.9394</b>	<b>0.0606</b>	<b>0</b>
Public- Non Institutions	E-Voting	51,822,611	4,983,766	9.6170	4,981,871	1,895	99.9620	0.0380	0	0
	Poll		581,704	1.1225	581,704	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>51,822,611</b>	<b>5,565,470</b>	<b>10.7395</b>	<b>5,563,575</b>	<b>1,895</b>	<b>99.9660</b>	<b>0.0340</b>	<b>0</b>
<b>Total</b>	<b>840,241,192</b>	<b>750,105,347</b>	<b>89.2726</b>	<b>749,906,634</b>	<b>198,713</b>	<b>99.9735</b>	<b>0.0265</b>	<b>0</b>	<b>0</b>	

<b>Resolution No.</b>	6									
<b>Resolution required: (Ordinary/ Special)</b>	ORDINARY - Appointment of KKC & Associates LLP (firm registration no. 105146W/W100621) as joint statutory auditor of the Company									
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>	No									
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held (1)</b>	<b>No. of votes polled (2)</b>	<b>% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100</b>	<b>No. of Votes – in favour (4)</b>	<b>No. of Votes – against (5)</b>	<b>% of Votes in favour on votes polled (6)=[(4)/(2)]*100</b>	<b>% of Votes against on votes polled (7)=[(5)/(2)]*100</b>	<b>Votes Invalid</b>	<b>Votes Abstained</b>
<b>Promoter and Promoter Group</b>	E-Voting	422,877,095	419,703,592	99.2495	419,703,592	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>422,877,095</b>	<b>419,703,592</b>	<b>99.2495</b>	<b>419,703,592</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
<b>Public- Institutions</b>	E-Voting	365,541,486	324,836,285	88.8644	324,639,467	196,818	99.9394	0.0605	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>365,541,486</b>	<b>324,836,285</b>	<b>88.8644</b>	<b>324,639,467</b>	<b>196,818</b>	<b>99.9394</b>	<b>0.0606</b>	<b>0</b>
<b>Public- Non Institutions</b>	E-Voting	51,822,611	4,983,766	9.6170	4,981,878	1,888	99.9621	0.0378	0	0
	Poll		581,704	1.1225	581,704	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>51,822,611</b>	<b>5,565,470</b>	<b>10.7395</b>	<b>5,563,582</b>	<b>1,888</b>	<b>99.9661</b>	<b>0.0339</b>	<b>0</b>
<b>Total</b>	<b>840,241,192</b>	<b>750,105,347</b>	<b>89.2726</b>	<b>749,906,641</b>	<b>198,706</b>	<b>99.9735</b>	<b>0.0265</b>	<b>0</b>	<b>0</b>	

<b>Resolution No.</b>	7									
<b>Resolution required: (Ordinary/ Special)</b>	SPECIAL - Appointment of Mr. M R Kumar (DIN:03628755) as an Independent Director of the Company									
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>	No									
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held (1)</b>	<b>No. of votes polled (2)</b>	<b>% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100</b>	<b>No. of Votes – in favour (4)</b>	<b>No. of Votes – against (5)</b>	<b>% of Votes in favour on votes polled (6)=[(4)/(2)]*100</b>	<b>% of Votes against on votes polled (7)=[(5)/(2)]*100</b>	<b>Votes Invalid</b>	<b>Votes Abstained</b>
<b>Promoter and Promoter Group</b>	E-Voting	422,877,095	419,703,592	99.2495	419,703,592	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>422,877,095</b>	<b>419,703,592</b>	<b>99.2495</b>	<b>419,703,592</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
<b>Public- Institutions</b>	E-Voting	365,541,486	324,836,285	88.8644	300,222,897	24,613,388	92.4228	7.5771	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>365,541,486</b>	<b>324,836,285</b>	<b>88.8644</b>	<b>300,222,897</b>	<b>24,613,388</b>	<b>92.4228</b>	<b>7.5772</b>	<b>0</b>
<b>Public- Non Institutions</b>	E-Voting	51,822,611	4,983,766	9.6170	4,982,496	1,270	99.9745	0.0254	0	0
	Poll		581,704	1.1225	581,704	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>51,822,611</b>	<b>5,565,470</b>	<b>10.7395</b>	<b>5,564,200</b>	<b>1,270</b>	<b>99.9772</b>	<b>0.0228</b>	<b>0</b>
<b>Total</b>	<b>840,241,192</b>	<b>750,105,347</b>	<b>89.2726</b>	<b>725,490,689</b>	<b>24,614,658</b>	<b>96.7185</b>	<b>3.2815</b>	<b>0</b>	<b>0</b>	

Resolution No.	8									
Resolution required: (Ordinary/ Special)	SPECIAL - Re-appointment of Ms. Bhama Krishnamurthy (DIN: 02196839) as an Independent Director of the Company									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	422,877,095	419,703,592	99.2495	419,703,592	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>422,877,095</b>	<b>419,703,592</b>	<b>99.2495</b>	<b>419,703,592</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public- Institutions	E-Voting	365,541,486	324,836,285	88.8644	273,119,092	51,717,193	84.0790	15.9210	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>365,541,486</b>	<b>324,836,285</b>	<b>88.8644</b>	<b>273,119,092</b>	<b>51,717,193</b>	<b>84.0790</b>	<b>15.9210</b>	<b>0</b>
Public- Non Institutions	E-Voting	51,822,611	4,983,766	9.6170	4,982,564	1,202	99.9759	0.0241	0	0
	Poll		581,704	1.1225	581,704	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>51,822,611</b>	<b>5,565,470</b>	<b>10.7395</b>	<b>5,564,268</b>	<b>1,202</b>	<b>99.9784</b>	<b>0.0216</b>	<b>0</b>
<b>Total</b>	<b>840,241,192</b>	<b>750,105,347</b>	<b>89.2726</b>	<b>698,386,952</b>	<b>51,718,395</b>	<b>93.1052</b>	<b>6.8948</b>	<b>0</b>	<b>0</b>	

Resolution No.	9									
Resolution required: (Ordinary/ Special)	SPECIAL - Approval for payment of remuneration to the Non-Executive directors of the Company by way of Commission for a period of five financial years commencing from 1st April, 2024									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	422,877,095	419,703,592	99.2495	419,703,592	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>422,877,095</b>	<b>419,703,592</b>	<b>99.2495</b>	<b>419,703,592</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public- Institutions	E-Voting	365,541,486	324,836,285	88.8644	324,632,939	203,346	99.9374	0.0625	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>365,541,486</b>	<b>324,836,285</b>	<b>88.8644</b>	<b>324,632,939</b>	<b>203,346</b>	<b>99.9374</b>	<b>0.0626</b>	<b>0</b>
Public- Non Institutions	E-Voting	51,822,611	4,983,766	9.6170	4,980,150	3,616	99.9274	0.0725	0	0
	Poll		581,704	1.1225	581,704	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>51,822,611</b>	<b>5,565,470</b>	<b>10.7395</b>	<b>5,561,854</b>	<b>3,616</b>	<b>99.9350</b>	<b>0.0650</b>	<b>0</b>
<b>Total</b>	<b>840,241,192</b>	<b>750,105,347</b>	<b>89.2726</b>	<b>749,898,385</b>	<b>206,962</b>	<b>99.9724</b>	<b>0.0276</b>	<b>0</b>	<b>0</b>	

## Consolidated Scrutinizer's Report

27<sup>th</sup> July, 2024

The Chairman

**Cholamandalam Investment and Finance Company Limited**

"Chola Crest", C54 - C55, & Super B-4,

Thiru-Vi-Ka Industrial Estate,

Guindy, Chennai – 600032.

**Ref: 46<sup>th</sup> Annual General Meeting (AGM) of the Members of the Cholamandalam Investment and Finance Company Limited held on 26<sup>th</sup> July, 2024 at 3:30 P.M. IST through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM").**

Dear Sir,

We, R.Sridharan & Associates, Company Secretaries, have been appointed as the Scrutinizer by:

The Board of Directors of CHOLAMANDALAM INVESTMENT AND FINANCE COMPANY LIMITED vide resolution dated 30<sup>th</sup> April, 2024, pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and in compliance with framework issued by the Ministry of Corporate Affairs through its Circular No. 20/2020 dated May 05, 2020 read with Circular No. 14/2020 dated April, 08, 2020 and Circular no. 17/2020 dated April 13, 2020, Circular No. 02/2021 dated January 13, 2021, Circular No. 02/2022 dated May 5, 2022, Circular No. 10/2022 dated December 28, 2022 and Circular No. 09/2023 dated September 25, 2023 and Securities Exchange Board of India (SEBI) circular SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 to scrutinize the voting relating to the resolutions as set out in the notice of the AGM through remote e-voting process held between Monday, 22<sup>nd</sup> July, 2024 (9.00 A.M.) (IST) to Thursday, 25<sup>th</sup> July, 2024 (5.00 P.M.) (IST) and through electronic voting (e-voting) during the 46<sup>th</sup> Annual General Meeting (AGM) of the members of the Company, held on Friday, 26<sup>th</sup> July, 2024 at 3:30 P.M. IST through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM").

We now submit our Consolidated Report as under:

1. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder including MCA Circulars as mentioned above relating to voting through electronic means by remote e-voting and electronic voting (e-voting) at the AGM by the shareholders is the responsibility of the management.
2. The Company has availed remote e-voting and electronic voting (e-voting) at the AGM provided by National Securities Depository Limited (NSDL) for enabling the members to cast their vote under the provisions of the said Sections and the Rules made thereunder.
3. The Shareholders of the Company as on the "cut-off" date i.e. Friday, 19<sup>th</sup> July, 2024 were entitled to vote as set out in the notice of the Annual General Meeting.
4. After conclusion of the proceedings of the meeting, the shareholders present through VC voted through the e-voting facility provided by NSDL. The shareholders present at the AGM and who had not casted their votes through remote e-voting facility were provided the facility of electronic voting (e-voting) at the AGM.
5. We have scrutinized and reviewed the remote e-voting, electronic voting (e-voting) after conclusion of the AGM. We have unblocked the votes cast by the members through remote e-voting and electronic voting (e-voting) in the presence of two witnesses Mr. K Satheesh and Ms. M Krishnapriya, who are not in the employment of the Company. The votes tendered therein in respect of the remote e-voting and electronic voting (e-voting) at the AGM are based on the data downloaded from the official website of NSDL.
6. Based on the data downloaded from the Official website of NSDL for the remote e-voting and on the basis of the report furnished to us by them on the electronic voting (e-voting), we now submit our consolidated report (Remote e-voting and electronic voting(e-voting)) as under:



**Item No. 1 - Adoption of Audited Standalone Financial Statements together with the board's report and auditors' report thereon for the financial year ended 31<sup>st</sup> March, 2024.**

**ORDINARY RESOLUTION**

(i) Votes in **favour** of the resolution:

Number of Members voted in Remote E-Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting	% of total number of valid votes cast
<b>4942</b>	<b>749398537</b>	<b>29</b>	<b>581704</b>	<b>749980241</b>	<b>99.999888</b>

(ii) Votes **against** the resolution:

Number of Members voted in Remote E-Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting	% of total number of valid votes cast
<b>5</b>	<b>839</b>	<b>0</b>	<b>0</b>	<b>839</b>	<b>0.000112</b>

(iii) **Invalid** Votes:

Number of Members voted in Remote E-Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting
<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

**RESULT:**

**As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 1 as set out in the Notice of the AGM is passed with requisite majority.**

**Item No. 2 - Adoption of Audited Consolidated Financial Statements including the Auditors Report thereon for the financial year ended 31<sup>st</sup> March, 2024.**

**ORDINARY RESOLUTION**

(i) Votes in **favour** of the resolution:

Number of Members voted in Remote E-Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting	% of total number of valid votes cast
<b>4942</b>	<b>749399348</b>	<b>29</b>	<b>581704</b>	<b>749981052</b>	<b>99.999998</b>

(ii) Votes **against** the resolution:

Number of Members voted in Remote E-Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting	% of total number of valid votes cast
<b>4</b>	<b>19</b>	<b>0</b>	<b>0</b>	<b>19</b>	<b>0.000002</b>

(iii) **Invalid** Votes:

Number of Members voted in Remote E-Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting
<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

**RESULT:**

**As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 2 as set out in the Notice of the AGM is passed with requisite majority.**

**Item No. 3 –Confirmation of Interim dividend and declaration of Final dividend for the financial year ended 31<sup>st</sup> March, 2024.**

**ORDINARY RESOLUTION**

(i) Votes in **favour** of the resolution:

Number of Members voted in Remote E-Voting	Number of votes cast (Shares) – Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting	% of total number of valid votes cast
<b>4945</b>	<b>749538834</b>	<b>29</b>	<b>581704</b>	<b>750120538</b>	<b>99.999998</b>

(ii) Votes **against** the resolution:

Number of Members voted in Remote E-Voting	Number of votes cast (Shares) – Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting	% of total number of valid votes cast
<b>3</b>	<b>13</b>	<b>0</b>	<b>0</b>	<b>13</b>	<b>0.000002</b>

(iii) **Invalid** Votes:

Number of Members voted in Remote E-Voting	Number of votes cast (Shares) – Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting
<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

**RESULT:**

**As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 3 as set out in the Notice of the AGM is passed with requisite majority.**

**Item No. 4 – Re-appointment of Mr. Ravindra Kumar Kundu (DIN: 07337155) as a Director retiring by rotation.**

**ORDINARY RESOLUTION**

(i) Votes in **favour** of the resolution:

Number of Members voted in Remote E-Voting	Number of votes cast (Shares) – Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting	% of total number of valid votes cast
<b>4925</b>	<b>748172091</b>	<b>29</b>	<b>581704</b>	<b>748753795</b>	<b>99.819818</b>

(ii) Votes **against** the resolution:

Number of Members voted in Remote E-Voting	Number of votes cast (Shares) – Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting	% of total number of valid votes cast
<b>22</b>	<b>1351552</b>	<b>0</b>	<b>0</b>	<b>1351552</b>	<b>0.180182</b>

(iii) **Invalid** Votes:

Number of Members voted in Remote E-Voting	Number of votes cast (Shares) – Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting
<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

**RESULT:**

**As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 4 as set out in the Notice of the AGM is passed with requisite majority.**

**Item No. 5 – Appointment of B.K. Khare & Co., Chartered Accountants (Firm Registration no. 105102W) as joint statutory auditor of the Company.**

**ORDINARY RESOLUTION**

(i) Votes in **favour** of the resolution:

Number of Members voted in Remote E-Voting	Number of votes cast (Shares) – Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting	% of total number of valid votes cast
<b>4930</b>	<b>749324930</b>	<b>29</b>	<b>581704</b>	<b>749906634</b>	<b>99.973509</b>

(ii) Votes **against** the resolution:

Number of Members voted in Remote E-Voting	Number of votes cast (Shares) – Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting	% of total number of valid votes cast
<b>16</b>	<b>198713</b>	<b>0</b>	<b>0</b>	<b>198713</b>	<b>0.026491</b>

(iii) **Invalid** Votes:

Number of Members voted in Remote E-Voting	Number of votes cast (Shares) – Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting
<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

**RESULT:**

**As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 5 as set out in the Notice of the AGM is passed with requisite majority.**

**Item No. 6 – Appointment of KKC & Associates LLP (Firm Registration no. 105146W/W100621) as joint statutory auditor of the Company.**

**ORDINARY RESOLUTION**

(i) Votes in **favour** of the resolution:

Number of Members voted in Remote E-Voting	Number of votes cast (Shares) – Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting	% of total number of valid votes cast
<b>4932</b>	<b>749324937</b>	<b>29</b>	<b>581704</b>	<b>749906641</b>	<b>99.973510</b>

(ii) Votes **against** the resolution:

Number of Members voted in Remote E-Voting	Number of votes cast (Shares) – Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting	% of total number of valid votes cast
<b>14</b>	<b>198706</b>	<b>0</b>	<b>0</b>	<b>198706</b>	<b>0.026490</b>

(iii) **Invalid** Votes:

Number of Members voted in Remote E-Voting	Number of votes cast (Shares) – Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting
<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

**RESULT:**

**As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 6 as set out in the Notice of the AGM is passed with requisite majority.**

**Item No. 7 – Appointment of Mr. M R Kumar (DIN: 03628755) as an Independent Director of the Company.**

**SPECIAL RESOLUTION**

(i) Votes in **favour** of the resolution:

Number of Members voted in Remote E-Voting	Number of votes cast (Shares) – Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting	% of total number of valid votes cast
<b>4816</b>	<b>724908985</b>	<b>29</b>	<b>581704</b>	<b>725490689</b>	<b>96.718507</b>

(ii) Votes **against** the resolution:

Number of Members voted in Remote E-Voting	Number of votes cast (Shares) – Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting	% of total number of valid votes cast
<b>133</b>	<b>24614658</b>	<b>0</b>	<b>0</b>	<b>24614658</b>	<b>3.281493</b>

(iii) **Invalid** Votes:

Number of Members voted in Remote E-Voting	Number of votes cast (Shares) – Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting
<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

**RESULT:**

**As the number of votes cast in favour of the resolution was more than three times the number of votes cast against, we report that the Special Resolution with regard to Item no. 7 as set out in the Notice of the AGM is passed with requisite majority.**

**Item No. 8 – Re-appointment of Ms. Bhama Krishnamurthy (DIN: 02196839) as an Independent Director of the Company.**

**SPECIAL RESOLUTION**

(i) Votes in **favour** of the resolution:

Number of Members voted in Remote E-Voting	Number of votes cast (Shares) – Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting	% of total number of valid votes cast
<b>4776</b>	<b>697805248</b>	<b>29</b>	<b>581704</b>	<b>698386952</b>	<b>93.105182</b>

(ii) Votes **against** the resolution:

Number of Members voted in Remote E-Voting	Number of votes cast (Shares) – Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting	% of total number of valid votes cast
<b>179</b>	<b>51718395</b>	<b>0</b>	<b>0</b>	<b>51718395</b>	<b>6.894818</b>

(iii) **Invalid** Votes:

Number of Members voted in Remote E-Voting	Number of votes cast (Shares) – Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting
<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

**RESULT:**

**As the number of votes cast in favour of the resolution was more than three times the number of votes cast against, we report that the Special Resolution with regard to Item no. 8 as set out in the Notice of the AGM is passed with requisite majority.**



**Item No. 9 – Approval for payment of remuneration to the Non-Executive directors of the Company by way of Commission for a period of five financial years commencing from 1<sup>st</sup> April, 2024.**

**SPECIAL RESOLUTION**

(i) Votes in **favour** of the resolution:

Number of Members voted in Remote E-Voting	Number of votes cast (Shares) – Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting	% of total number of valid votes cast
<b>4924</b>	<b>749316681</b>	<b>29</b>	<b>581704</b>	<b>749898385</b>	<b>99.972409</b>

(ii) Votes **against** the resolution:

Number of Members voted in Remote E-Voting	Number of votes cast (Shares) – Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting	% of total number of valid votes cast
<b>22</b>	<b>206962</b>	<b>0</b>	<b>0</b>	<b>206962</b>	<b>0.027591</b>

(iii) **Invalid** Votes:

Number of Members voted in Remote E-Voting	Number of votes cast (Shares) – Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting
<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

**RESULT:**

**As the number of votes cast in favour of the resolution was more than three times the number of votes cast against, we report that the Special Resolution with regard to Item no. 9 as set out in the Notice of the AGM is passed with requisite majority.**


7. A list of Equity Shareholders who voted "FOR", "AGAINST" the resolutions (Both through Remote e-voting and electronic voting (e-voting) at the AGM) has been handed over to the Company Secretary.

8. The electronic data relating to remote e-voting and electronic voting (e-voting), all other relevant records is under our safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the Annual General Meeting.

**Thanking you,**

**Yours faithfully,  
For R. Sridharan & Associates  
Company Secretaries**

R  
SRIDHARAN



Digitally signed  
by R SRIDHARAN  
Date: 2024.07.27  
15:14:37 +05'30'

**CS R. Sridharan  
FCS No. 4775  
CP No. 3239  
PR No. 657/2020  
UDIN:F004775F000839279**