

August 24, 2023

The Manager
The Listing Department
National Stock Exchange Limited
Exchange Plaza, 5th Floor
Plot No. C/1, G Block
Bandra-Kurla Complex, Bandra (E)
Mumbai 400 051

The Manager
The Listing Department
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 001

NSE Symbol : IVC
BSE Security Code : 511208
ISIN : INE050B01023

Re : Proceedings of the Annual General Meeting

Dear Sir :

Enclosed herewith are the Proceedings of Annual General Meeting pursuant to Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Listing Requirements) Regulations, 2015 for the 37th Annual General Meeting of the Company held on August 24, 2023 at 3.00 p.m. through Video Conferencing/Other Audio Visual Means at the deemed venue of the Registered Office of the Company, i.e. The IL&FS Financial Centre, Plot No. C-22, G Block, Bandra-Kurla Complex, Bandra (East), Mumbai 400 051

Kindly take the same on record

Thanking you,

Yours sincerely,

Sanjay Mitra
Company Secretary

Encl : As above

PROCEEDINGS OF THE THIRTY-SEVENTH ANNUAL GENERAL MEETING OF THE COMPANY WAS HELD ON THURSDAY, AUGUST 24, 2023 AT 3.00 P.M. THROUGH VIDEO CONFERENCE (VC)/OTHER AUDIO VISUAL MEANS (OAVM)

Deemed venue of the AGM : The Registered Office of the Company, i.e. The IL&FS Financial Centre, Plot No. C-22, G Block, Bandra-Kurla Complex, Bandra (East), Mumbai 400 051

Directors Present at the meeting through VC :

Mr S M Datta - Chairman	from Mumbai
Mr Chitranjan Singh Kahlon	from Gurgaon
Mr Nand Kishore	from Noida
Mr Kaushik Modak	from Mumbai
Ms Priya Shetty	from Mumbai
Ms Lubna Usman	from Mumbai

In Attendance at the meeting through VC :

Mr Sanjay Mitra	from Mumbai
- Company Secretary	

By Invitation at the meeting through VC :

Mr Manoj Borkar	from Mumbai
- Chief Executive Officer & Chief Financial Officer	
Mr Krunal Momaya	from Mumbai
Representative of Statuary Auditor	
- M/s KKC & Associates LLP	
Mr Jagdish Patel	from Mumbai
Scrutinizer	
- Partner, M/s Mehta & Mehta, Company Secretaries	
Ms Aditi Patnaik	from Mumbai
Representative of Secretarial Auditor	
- Partner, M/s Mehta & Mehta, Company Secretaries	

Company Secretary	:	The Company Secretary welcomed the members to the 37 th AGM of the Company held through video conference/audio visual means and gave technical and procedural information on joining, participating and voting at the AGM through video conferencing
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	<p>He further informed that according to the Companies Act, 2013 and the SEBI Listing Regulations, the Company has provided the facility to the Shareholders to cast their vote by remote e-voting through electronic voting system administered by NSDL. The facility for e-voting was also provided during the meeting to those Shareholders who have not cast their vote earlier</p> <p>He requested the Shareholders who had not cast their votes earlier to go to the voting page of NSDL e-voting website and cast their vote while watching the proceedings of the meeting live</p> <p>He also informed that the e-voting facility will be kept open for 15 minutes after the conclusion of the meeting to enable the shareholders to cast their votes</p> <p>He also informed that M/s Mehta & Mehta, Practicing Company Secretaries has been appointed as the Scrutinizer by the Board to scrutinize remote e-voting before the AGM as well as for the e-voting at the AGM. Mr Jagdish Patel is attending the meeting on their behalf</p> <p>He further informed that live streaming of the meeting was also being webcast on NSDL's website and that the Statutory Registers and other documents as required by Companies Act, 2013 were open for inspection through the website of NSDL and the Company</p>
Chairman	: Mr Susim Mukul Datta took the Chair. He welcomed all the members present in the meeting
Quorum	: Chairman declared that the Quorum is present and called the meeting to order
Introduction	: Chairman introduced the Directors present, Chief Executive Officer & Chief Financial Officer and Company Secretary. He also informed that representatives of the Statutory Auditors and Secretarial Auditors are also attending the meeting from Mumbai
Chairman's Speech	: The Chairman delivered his speech
Notice	: Notice dated May 30, 2023, convening the 37 th Annual General Meeting, Directors' Report and the Annual Accounts were taken as read with the consent of the Members present

Auditor's Report	: The Chairman then requested the Company Secretary to read the qualifications on the financials mentioned in the Auditor's Report before the shareholders pursuant to Section 145 of the Companies Act, 2013 and thereafter to call the pre-registered speakers to raise their queries
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The Company Secretary read out the Auditor's Report and read out the following business to be transacted at the meeting :

ORDINARY BUSINESS :

- (1) Adoption of the Audited Financial Statements for the financial year ended March 31, 2023
- (2) To declare a Final Dividend on Equity Shares for the Financial Year ended March 31, 2023
- (3) To appoint a Director in place of Mr Nand Kishore [DIN 08267502] who retires by rotation and being eligible, has offered himself for re-appointment

SEPCIAL BUSINESS :

- (4) To approve the re-appointment of Mr Chitranjan Singh Kahlon [DIN 02823501] as an Independent Non-Executive Director of the Company for a second term of five consecutive years

The Company Secretary then called out the name of the pre-registered speakers one by one to raise their queries

On the invitation of the Company Secretary, Shareholders who had registered themselves as speakers, addressed the meeting through VC/OAVM and sought clarifications on the Company's accounts and businesses. The Chairman/Chief Executive Officer & Chief Financial Officer and Company Secretary responded to the queries of the Members and provided clarifications

The Chairman informed that the results after receipt of the consolidated voting results from the scrutinizers will be declared within 48 hours from the conclusion of the meeting and the same shall also be intimated to the stock exchanges and uploaded on the website of the Company and NSDL

The Chairman thanked the shareholders for attending the meeting. He also thanked all the Directors for joining the meeting and concluded the meeting

For IL&FS Investment Managers Limited

Sanjay Mitra
Company Secretary