

August 27, 2021

**The BSE Limited**  
Corporate Relationship Department.  
P J. Towers.  
Dalal Street, Fort  
Mumbai - 400 001

**The National Stock Exchange of India Limited**  
Exchange Plaza,  
Bandra-Kurla Complex.  
Bandra (E), Mumbai - 400 051

SCRIP CODE: **543066**

SYMBOL: **SBICARD**

SECURITY: **Equity Shares/Debentures**

SECURITY: **Equity Shares**

Dear Sirs,

**Re: Voting Results of the 23<sup>rd</sup> Annual General Meeting of the Company held on August 26, 2021 and the Consolidated Scrutinizer's Report**

We wish to inform that the 23<sup>rd</sup> Annual General Meeting of the Company was held on August 26, 2021 at 11:00 A.M. through Video Conferencing/Other Audio Visual Means. In this regard, please find attached herewith the following:

1. Voting Results of the said annual general meeting in compliance with Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. It may be noted that all the Resolutions were duly passed at the AGM, with requisite majority.
2. Consolidated Scrutinizer's Report dated August 27, 2021 issued by Mr. Vineet K Chaudhary (Certificate of Practice no. 4548) Managing Partner of M/s VKC & Associates, Company Secretaries, on Remote e-Voting and the E-voting during the AGM.

Kindly take the same on record.

Thanking you,

Yours faithfully,

**For SBI Cards and Payment Services Limited**  
**(formerly known as SBI Cards and Payment Services Private Limited)**

  
  
**Payal Mittal Chhabra**  
**Company Secretary & Compliance Officer**

Enclosed: As above

## SBI Cards and Payment Services Ltd

Voting Results under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	
Date of AGM	August 26, 2021
Total number of shareholders on record date (cut-off date: 19.8.2021)	1061394
No. of shareholders present in the meeting either in person or through proxy:	Not Applicable
Promoters and Promoter Group:	
Public:	
No. of Shareholders attended the meeting through Video Conferencing	-
Promoters and Promoter Group:	
Public:	
	186

### Agenda- wise disclosure

Resolution Required : (Ordinary)			1 - Consideration and adoption of the audited financial statements of the Company for the Financial Year ended March 31, 2021, together with the report of the Board of Directors and Auditors thereon along with the comments of the Comptroller and Auditor General of India (CAG).					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=([2]/[1])*100	[4]	[5]	[6]=([4]/[2])*100	[7]=([5]/[2])*100
Promoter and Promoter Group	E-Voting	654023181	652633992	99.7876	652633992	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>652633992</b>	<b>99.7876</b>	<b>652633992</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	185300679	139333325	75.1931	139254324	79001	99.9433	0.0567
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>139333325</b>	<b>75.1931</b>	<b>139254324</b>	<b>79001</b>	<b>99.9433</b>	<b>0.0567</b>
Public Non Institutions	E-Voting	101806439	61581807	60.4891	61563430	18377	99.9702	0.0298
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>61581807</b>	<b>60.4891</b>	<b>61563430</b>	<b>18377</b>	<b>99.9702</b>	<b>0.0298</b>
<b>Total</b>		<b>941130299</b>	<b>853549124</b>	<b>90.6940</b>	<b>853451746</b>	<b>97378</b>	<b>99.9886</b>	<b>0.0114</b>



## SBI Cards and Payment Services Ltd

Resolution Required : (Ordinary)			2 - Authorization to the Board of Directors to fix the remuneration/fees of the Statutory Auditors (single or Joint Auditors) of the Company, as may be appointed by the Comptroller and Auditor General of India (CAG), for the financial year 2021-22.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	654023181	652633992	99.7876	652633992	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>652633992</b>	<b>99.7876</b>	<b>652633992</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	185300679	139402458	75.2304	138477109	925349	99.3362	0.6638
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>139402458</b>	<b>75.2304</b>	<b>138477109</b>	<b>925349</b>	<b>99.3362</b>	<b>0.6638</b>
Public Non Institutions	E-Voting	101806439	61581482	60.4888	61560718	20764	99.9663	0.0337
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>61581482</b>	<b>60.4888</b>	<b>61560718</b>	<b>20764</b>	<b>99.9663</b>	<b>0.0337</b>
<b>Total</b>		<b>941130299</b>	<b>853617932</b>	<b>90.7014</b>	<b>852671819</b>	<b>946113</b>	<b>99.8892</b>	<b>0.1108</b>



## SBI Cards and Payment Services Ltd

Resolution Required : (Ordinary)		3 - Appointment of Shri Shrinivas Yeshwant Joshi (DIN 05189697) 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	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={{[2]/[1]}*100}	[4]	[5]	[6]={{[4]/[2]}*100}	[7]={{[5]/[2]}*100}
Promoter and Promoter Group	E-Voting	654023181	652633992	99.7876	652633992	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>652633992</b>	<b>99.7876</b>	<b>652633992</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	185300679	131986130	71.2281	130441259	1544871	98.8295	1.1705
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>131986130</b>	<b>71.2281</b>	<b>130441259</b>	<b>1544871</b>	<b>98.8295</b>	<b>1.1705</b>
Public Non Institutions	E-Voting	101806439	61580862	60.4882	61559434	21428	99.9652	0.0348
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>61580862</b>	<b>60.4882</b>	<b>61559434</b>	<b>21428</b>	<b>99.9652</b>	<b>0.0348</b>
<b>Total</b>		<b>941130299</b>	<b>846200984</b>	<b>89.9133</b>	<b>844634685</b>	<b>1566299</b>	<b>99.8149</b>	<b>0.1851</b>

SBI Cards and Payment Services Ltd.

  
 Authorized Signatory



## **CONSOLIDATED SCRUTINIZER'S REPORT**

[Pursuant to Section 108 and other applicable provisions of the Companies Act, 2013 and Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (as amended) read with MCA Circulars issued from time to time read with Regulation 44 of SEBI (LODR) Regulations, 2015 and SEBI Circulars issued time to time]

To  
The Chairman,  
**SBI CARDS AND PAYMENT SERVICES LIMITED**  
*(Formerly known as SBI Cards and Payment Services Private Limited)*  
CIN: L65999DL1998PLC093849  
**Registered Office:** Unit 401 & 402, 4th Floor,  
Aggarwal Millennium Tower E 1, 2, 3, Netaji Subhash Place,  
Wazirpur New Delhi-110034, India

**23<sup>rd</sup> Annual General Meeting ("AGM") of the Members of SBI Cards and Payment Services Limited ("the Company") held on Thursday, August 26, 2021 at 11:00 A.M. (IST) through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM")**

Dear Sir,

I, Vineet K Chaudhary, Managing Partner of M/s VKC & Associates, Company Secretary in whole-time practice (holding Membership No. F5327) was appointed as Scrutinizer to scrutinize the remote e-voting process as well as the e-voting facility at the AGM (collectively referred as "e-voting facility") provided to the members of the Company under the provisions of Section 108 and any other applicable provisions of the Companies Act, 2013 and Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (as amended) read with Ministry of Corporate Affairs ("MCA") General Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020 and Circular No. 02/2021 dated January 13, 2021 (collectively referred to as "MCA Circulars") and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 ("SEBI Circulars") issued in this regard, on the resolutions as set-out in the Notice of the 23<sup>rd</sup> Annual General Meeting of the Members of the Company held on Thursday, August 26, 2021 at 11:00 A.M. (IST) through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM").

### **Regd. Office**

D-38, LGF (L/S), South Extension Part - II  
New Delhi - 110049, India  
+91 11 49121644.45, +91 9999233556  
pcs@vkcindia.com, www.vkcindia.com



### **Service Provider**

1. The Company has availed the services of National Securities Depository Limited (“NSDL”) for conducting AGM through VC/OAVM. Further, NSDL has also been engaged for facilitating e-voting to enable the members to cast their votes electronically using remote e-voting system as well as e-voting during the AGM on all the items of the business (es) transacted at the AGM of the Company.

### **Management’s Responsibility**

2. The Management of the Company is responsible to ensure the compliances with the requirements of the Companies Act, 2013 read with rules made thereunder, SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, MCA Circulars and SEBI Circulars or any other provisions, as applicable for the AGM of the Company. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

### **Scrutinizer’s Responsibility**

3. My responsibility as Scrutinizer for the e-voting facility is restricted to make a Consolidated Scrutinizer’s Report of the votes cast “For” or “Against” the resolutions stated in the Notice of the AGM, based on the reports generated from the e-voting system provided by the NSDL.

### **Notice in electronic mode**

4. The notice was sent to all the Members/Beneficiaries electronically on August 03, 2021, whose names appeared in the Register of Members/Record of Depositories as on Friday, July 30, 2021, in accordance with the provisions of the Companies Act, 2013 read with Rules made thereunder together with the MCA Circulars and SEBI Circulars.

### **Cut-off date**

5. The Members of the Company as on the “cut-off date” i.e., **Thursday, August 19, 2021** were entitled to cast their vote through the e-voting facility on the proposed resolutions (Item nos. 1 to 3) as set out in the Notice of the AGM.



### **Remote e-Voting process**

6. The remote e-voting period commenced from **Monday, August 23, 2021 at 10.00. A.M (IST)** and ended on **Wednesday, August 25, 2021 at 05:00 P.M. (IST)** on the designated website <https://www.evoting.nsdl.com/> of NSDL.

### **Newspaper Advertisements**

7. Pursuant to applicable provisions of the MCA Circulars, the Company had published the advertisement in all editions of "The Times of India" (in English) and "Navbharat Times" (in Hindi) on August 2, 2021.
8. Pursuant to Rule 20 of the Companies (Management and Administration Rules) 2014, the Company had published the advertisement in all editions of "The Times of India" (in English) and "Navbharat Times" (in Hindi) on August 4, 2021.

### **E-voting at the AGM**

9. At the AGM of the Company held through VC/OAVM on Thursday, August 26, 2021, the facility to vote electronically was provided to those members who were attending the meeting through VC/OAVM but could not participate in the remote e-voting process to cast their votes.  
  
After the closure of e-voting at the AGM the votes cast through, the e-voting conducted at the AGM and the remote e-voting conducted prior to the AGM were unblocked in the presence of two witnesses, Mr. Ishan Khanna and Mr. Raghav who are not in the employment of the Company and the report was downloaded. The Votes cast by the members were reconciled with the records maintained by the Registrar and Transfer Agent of the Company and the Authorizations lodged with us.

### **Consolidated results of e-voting facility**

10. After scrutinizing and reviewing the report of remote e-voting conducted prior to the AGM and e-voting conducted at the AGM and votes cast therein based on the data downloaded from the NSDL Portal, I hereby submit the consolidated results of e-voting facility for the AGM as under:



**Resolution 01: Ordinary Resolution**

Consideration and adoption of the audited financial statements of the Company for the Financial Year ended March 31, 2021, together with reports of the Board of Directors and Auditors thereon along with the comments of Comptroller and Auditor General of India (CAG).

Mode	Total Valid Votes		In Favour			Against		
	Voters	No. of Votes	Voters	No. of Votes	%	Voters	No. of Votes	%
<b>E-voting Facility</b>	3,695	853,549,124	3,609	853,451,746	<b>99.9886</b>	86	97,378	<b>0.0114</b>

**Resolution 02: Ordinary Resolution**

Authorization to the Board of Directors to fix the remuneration/ fees of the Statutory Auditors (single or Joint Auditors) of the Company, as may be appointed by the Comptroller and Auditor General of India (CAG), for the financial year 2021-22.

Mode	Total Valid Votes		In Favour			Against		
	Voters	No. of Votes	Voters	No. of Votes	%	Voters	No. of Votes	%
<b>E-voting Facility</b>	3,678	853,617,932	3,519	852,671,819	<b>99.8892</b>	159	946,113	<b>0.1108</b>

**Resolution 03: Ordinary Resolution**

Appointment of Shri Shriniwas Yeshwant Joshi (DIN: 05189697) as an Independent Director of the Company.

Mode	Total Valid Votes		In Favour			Against		
	Voters	No. of Votes	Voters	No. of Votes	%	Voters	No. of Votes	%
<b>E-voting Facility</b>	3,658	846,200,984	3,435	844,634,685	<b>99.8149</b>	223	1,566,299	<b>0.1851</b>





**Handover of the related documents**

11. The electronic data and all other relevant papers related to e-voting facility are under my safe custody and will be handed over to the Company for preservation after the Chairman considers, approves and signs the minutes of AGM.

**Announcement of Result**

12. Based on the above e-voting facility, I confirm that all the resolutions have been carried on with requisite majority, accordingly I request the Chairman of the AGM or other person authorised by him, to announce the result of the meeting.

**Restriction on use**

13. This report has been issued at the request of the Company for submission to stock exchange(s), and placing on the website of the Company & NSDL. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

Thanking you,  
Yours Faithfully,



**CS Vineet K Chaudhary**  
*Scrutinizer*  
Membership No: F5327  
C.P. No: 4548

*Managing Partner*  
**VKC & Associates**  
*Company Secretaries*  
ICSI Unique Code: P2018DE077000

UDIN: F005327C000838940  
August 27, 2021  
New Delhi

Counter Signed by ~~Chairman~~ Authorised Person

