

December 16, 2021

Ref: SECTL/2021 – 118

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
MUMBAI – 400 001

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No. C/1, G-Block,
Bandra-Kurla Complex, Bandra (East)
MUMBAI – 400 051

Scrip Code: BSE – 532974

NSE – BIRLA MONEY

Dear Sir/Madam,

Sub: Proceedings of the Extra Ordinary General Meeting held on Thursday, December 16, 2021

Ref: Regulations 30 and 44 read with Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

- i) The Extra Ordinary General Meeting (“EGM”) of Aditya Birla Money Limited (“the Company”) was held today, i.e. Thursday, December 16, 2021 at 11.00 A.M., through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) in compliance with the applicable Circulars issued by the Ministry of Corporate Affairs, Government of India and Securities and Exchange Board of India.
- ii) The following items of business as laid down in the Notice of the EGM dated November 15, 2021, were transacted at the EGM.

Item No.	Special Business	Resolutions required (Ordinary / Special)
1	Reclassification of Authorized Share Capital and consequent Alteration of Memorandum of Association of the Company	Special
2	Increase in Authorized Share Capital and consequent Alteration of Memorandum of Association of the Company	Ordinary
3	Alteration of Articles of Association of the Company	Special
4	Approval of Material Related Party Transactions with Aditya Birla Capital Limited	Ordinary
5	Offer and issue of 16,00,000 4% Non-Cumulative Non-Convertible Redeemable Preference Shares to Aditya Birla Capital Limited, Promoter and Holding Company, on private placement basis	Special

Aditya Birla Money Ltd.

Sai Sagar, 2nd & 3rd Floor, Plot No.: M-7, Thiru-Vi-Ka (SIDCO) Industrial Estate,
Guindy, Chennai - 600 032 | +91 44 4949 0000 / 4949 0200
care.stocksandsecurities@adityabirlacapital.com
www.stocksandsecurities.adityabirlacapital.com

Registered Office:

Indian Rayon Compound, Veraval,
Gujarat - 362 266
CIN: L65993GJ1995PLC064810

Stocks and Securities

Aditya Birla Money Ltd.



PROTECTING INVESTING FINANCING ADVISING

- iii) In terms of the applicable provisions of the Companies Act, 2013 and Rules made thereunder, Circulars and the applicable provisions of the SEBI Listing Regulations, the Members of the Company were provided the facility of remote e-voting. The remote e-voting period commenced at 9:00 a.m. (IST) on Monday, December 13, 2021 and ended at 5:00 p.m. (IST) on Wednesday, December 15, 2021. Further, the facility to vote on resolutions through e-voting system at the EGM was made available to the Members who participated at the EGM and had not cast their votes through remote e-voting.
- iv) Ms. C Anuradha, Partner of M/s. B. Chandra and Associates, Practicing Company Secretaries (Regn. No. P2017TN065700) was appointed as the Scrutinizer to scrutinize the voting process for the EGM. The Scrutinizer's Report dated December 16, 2021 is attached as **Annexure 1**.
- v) In terms of the provisions of Regulation 44 of the SEBI Listing Regulations, the details of the results of voting held through remote e-voting and e-voting at the EGM are attached as **Annexure 2**.
- vi) The results of voting shall also be uploaded on the website of the Company and Cameo Corporate Services Limited, the Registrar and Transfer Agents of the Company.
- vii) All resolutions as set out in the Notice of the EGM were duly approved by the Members with requisite majority.
- viii) In terms of the provisions of Regulation 30 read with Schedule III, Part A, Sub-part A, Clause 14, amendments to the Memorandum and Articles of Association of the Company is given in **Annexure 3**.

The above is for your information and record.

For **Aditya Birla Money Limited**

Sangeeta Shetty
Company Secretary

Aditya Birla Money Ltd.

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FORM NO. MGT - 13

Report of the Scrutinizer(s)

Pursuant to section 108 & 109 of the Companies Act, 2013 and rule 20 & 21(2) of the Companies (Management and Administration) Rules, 2014 as amended up to date

Dated: 16th December 2021

To

The Chairman,

of the Extra Ordinary General Meeting (01/2021-22) of the Equity Shareholders of M/s. ADITYA BIRLA MONEY LIMITED, held on Thursday, 16th December 2021 thro' VC/OAVM.

Subject: Ordinary and Special Resolution(s) under different provisions of the Companies Act, 2013 read with Rules made there under – Voting through electronic means in terms of Section 108 of the Companies Act, 2013 read with Rule 20 read with Rule 21 of the Companies (Management & Administration) Rules, 2014 as amended till date.

Dear Sir,

We, B Chandra & Associates , Practicing Company Secretaries, having our office at AG3, Ragamaliika No.26 Kumaran Colony Main Road, Vadapalani, Chennai 600 026 appointed as Scrutinizer as per resolution dated 15.11.2021, for the purpose of remote e-voting and electronic voting provided for holding the Extra Ordinary General Meeting through Video Conferencing (VC) / other audio visual means (OAVM) of the Equity Shareholders, in line with the Circular No14/2020 dated 8th April 2020, Circular No.17/2020 dated April 13, 2020 and No.20/2020 dated May 5, 2020 and further amendments thereto from time to time, of M/s. Aditya Birla Money Limited, held on Thursday, 16th December 2021 at 11.00 A.M. on the below mentioned resolutions, hereby submit my report as under:

a.	Pursuant to Section 101, 108 of the Act and Rule 20 of the Companies (Management & Administration) Rules, 2014, as amended up to date, the notices convening the meeting including Statement under Section 102 of the Act have been sent by mail to all the
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Chandra

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 No.26, Kumaran Colony Main Road,
 Vadapalani,
 Chennai - 600026.

E-mail : bchandraandassociates@gmail.com
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	members of the Company through electronic means (wherever e-mail ids were available) on 24 th November 2021 and the required newspaper ad given with respect to the other shareholders by way of a paper ad in Business Standard and Jai Hind on 24 th November 2021 and subsequently, the Notice was also placed on the website of the Company. The members of the Company were given an option to vote electronically on e-voting platform, provided by the Central Depository Services Limited (CDSL).
b.	The Public Advertisement with respect to dispatch of notices and conducting of voting through electronic means was published in an English newspaper of wide circulation i.e. "Business Standard" on 23 rd November 2021 and a Vernacular newspaper "Jai Hind" on the same date.
c.	The remote e-voting period commenced on 13 th December 2021 at 09:00 A.M. till 05.00 P.M. on 15 th December, 2021.
d.	Accordingly, the electronic votes cast were taken into account and at the end of the voting period, on 15 th December, 2021 at 05:00 P.M. the CDSL portal was blocked for voting.
e.	At the commencement of the meeting, as the Chairman was not present, one of the Directors, Mr. Tushar Shah was elected as the Chairman, by electronic voting, pursuant to the provisions of Articles of association.
f.	The List of shareholders who cast their votes through remote e-voting was unblocked in the presence of two witnesses on 16 th December 2021.
g.	The Corporate members who had participated in the remote e-voting had provided the scanned copy of the resolution passed by the Board of Directors for authorization to exercise their votes through remote e-voting.
h.	Related party votes, as identified by the management, were not considered for resolution proposed for transactions with related party in accordance with provisions of Listing regulations.

At the Extraordinary General meeting held at the scheduled time, thro VC/OAVM the Chairman informed the members that a 15 min voting period was provided to enable the members participating thro VC/OAVM to cast their vote taking into account the Circular No14/2020 dated 8th April 2020, Circular No.17/2020 dated April 13, 2020 , No.20/2020 dated May 5, 2020 and Circular No.02/2021 dated January 13, 2021 provisions of law as well as the Companies (Management & Administration) Rules, 2014 as amended till date by the Ministry of Corporate Affairs dated 05-03-2021.

One Shareholder had cast his vote electronically at the meeting through VC/OAVM procedure available which was taken into account.



C. Chandra

The resolutions for which this Extra Ordinary General Meeting of the shareholders was held were as follows:

Sr. No	Resolutions	Nature of Resolution
1	Reclassification of Authorized Share Capital and consequent Alteration of Memorandum of Association of the Company	Special
2	Increase in Authorized Share Capital and consequent Alteration of Memorandum of Association of the Company	Ordinary
3	Alteration of Articles of Association of the Company	Special
4	Approval of Material Related Party Transactions with Aditya Birla Capital Limited	Ordinary
5	Offer and issue of 16,00,000 4% Non-Cumulative Non-Convertible Redeemable Preference Shares to Aditya Birla Capital Limited, Promoter and Holding Company, on private placement basis	Special

On the conclusion of the Extra Ordinary General Meeting and after the 15 minutes time period provided for voting by members through VC/OAVM, the votes cast through remote e-voting was unblocked and were available for viewing by the undersigned.

A register has been maintained electronically to record the assent or dissent, received, mentioning the particulars of Name, Address, Folio Number or Client ID of the Shareholders, Number of Shares held by them, Nominal Value of such Shares. As there were no Shares with differential voting rights, the question of maintaining the list of Shares with differential voting rights did not arise. No votes were invalidated.

The results of the remote e-voting by electronic means and through voting by VC/OAVM are as follows.

E-VOTING

Resolution S. No	No. of Votes Cast in favour	No of Votes Cast Against	Total - Valid Votes	Assent %	Dissent %
1	41936392	8934	41945326	99.98	0.02
2	41936392	8934	41945326	99.98	0.02
3	41936392	8934	41945326	99.98	0.02
4	386376	8929	395305	97.74	2.26
5	41936392	8934	41945326	99.98	0.02

Voting through VC/OAVM after the EGM

Resolution S. No	No. of Votes Cast in favour	No of Votes Cast Against	Total - Valid Votes	Assent %	Dissent %
1	260	Nil	260	100	Nil
2	260	Nil	260	100	Nil
3	260	Nil	260	100	Nil
4	260	Nil	260	100	Nil
5	260	Nil	260	100	Nil



Chandra

The summary of the results in terms of the Number of votes cast for and against, out of the total valid votes is given below.

E VOTING & Voting thro' VC/OAVM at the meeting						
Resoluti on S.No	No. of Votes Cast		Total - Valid Votes	Assent %	Dissent %	Passed with requisite majority /Not Passed
	IN FAVOUR	AGAINST				
1	41936652	8934	41945586	99.98%	0.02%	Passed
2	41936652	8934	41945586	99.98%	0.02%	Passed
3	41936652	8934	41945586	99.98%	0.02%	Passed
4	386636	8929	395565	97.74%	2.26%	Passed
5	41936652	8934	41945586	99.98%	0.02%	Passed

Since the requisite no. of votes cast in favour exceeded the no. of votes cast against in respect of Resolutions in Sr. No. 2 and 4, I hereby report that the said resolutions were passed as Ordinary Resolutions.

Since the requisite no. of votes cast in favour exceeded the no. of votes cast against in respect of Resolutions in Sr. No.1, 3 and 5, I hereby report that the said resolutions were passed as Special Resolutions.

The data sheet relating to remote e-voting and voting through VC/OAVM, records are in the safe custody of the undersigned, and that they will be handed over to the Chairman of the Company, once the Minutes are approved and signed.

Thanking you,

Yours Sincerely,



C Anuradha

C ANURADHA
PARTNER
B CHANDRA & ASSOCIATES
 Company Secretary in Practice
 CP No 21407
 UDIN A038746C001785084

Details of Voting Results

**Extra Ordinary General Meeting (No.01/21-22) of Aditya Birla Money Limited held on December 16, 2021
through Video Conferencing (VC) / Other Audio Visual Means (OAVM)**

Date of the EGM	December 16, 2021
Total number of shareholders on record date December 09, 2021	40640
No. of shareholders present in the meeting either in person or proxy	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of shareholders attended the meeting through Video Conferencing (VC) / Other Audio Visual Means (OAVM)	
Promoters and Promoter Group:	1
Public:	61

Resolution No. 1:

Reclassification of Authorized Share Capital and consequent Alteration of Memorandum of Association of the Company:

Resolution Required	Special Resolution
Whether Promoter and Promoter Group are interested in the 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	4,15,50,000	4,15,50,000	100.00	4,15,50,000	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public – Institutional holders	e-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public - Others	e-Voting	1,48,24,998	3,95,586	2.67	3,86,652	8,934	97.74	2.25
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Total		5,63,74,998	4,19,45,586	74.40	4,19,36,652	8,934	99.98	0.02

Resolution No. 2:

Increase in Authorized Share Capital and consequent Alteration of Memorandum of Association of the Company:

Resolution Required	Ordinary Resolution
Whether Promoter and Promoter Group are interested in the 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	4,15,50,000	4,15,50,000	100.00	4,15,50,000	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public – Institutional holders	e-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public - Others	e-Voting	1,48,24,998	3,95,586	2.67	3,86,652	8,934	97.74	2.25
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Total		5,63,74,998	4,19,45,586	74.40	4,19,36,652	8934	99.98	0.02

Resolution No. 3:

Alteration of Articles of Association of the Company:

Resolution Required	Special Resolution
Whether Promoter and Promoter Group are interested in the 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	4,15,50,000	4,15,50,000	100.00	4,15,50,000	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public – Institutional holders	e-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public - Others	e-Voting	1,48,24,998	3,95,586	2.67	3,86,652	8,934	97.74	2.25
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Total		5,63,74,998	4,19,45,586	74.40	4,19,36,652	8934	99.98	0.02

Resolution No. 4:

Approval of Material Related Party Transactions with Aditya Birla Capital Limited:

Resolution Required	Ordinary Resolution
Whether Promoter and Promoter Group are interested in the Resolution	Yes

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	4,15,50,000	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public – Institutional holders	e-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public - Others	e-Voting	1,48,24,998	3,95,565	2.67	3,86,636	8929	97.74	2.26
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Total		5,63,74,998	3,95,565	0.70	3,86,636	8929	97.74	2.26

Resolution No. : 5

Offer and issue of 16,00,000 4% Non-Cumulative Non-Convertible Redeemable Preference Shares to Aditya Birla Capital Limited, Promoter and Holding Company, on private placement basis:

Resolution Required	Special Resolution
Whether Promoter and Promoter Group are interested in the 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
Promoter and Promoter Group	e-Voting	4,15,50,000	4,15,50,000	100.00	4,15,50,000	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public – Institutional holders	e-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public - Others	e-Voting	1,48,24,998	3,95,586	2.67	3,86,652	8,934	97.74	2.25
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Total		5,63,74,998	4,19,45,586	74.40	4,19,36,652	8934	99.98	0.02



Annexure 3

Amendments to the Memorandum and Articles of Association of the Company

- 1) The existing Clause V of the Memorandum of Association of the Company, relating to the Share Capital has been altered by deleting the same and substituting in its place and stead, the following new Clause V:
 - 'V. The Authorised Share Capital of the Company is ₹33,00,00,000/- (Rupees Thirty Three Crore only) comprising of ₹7,00,00,000/- (Rupees Seven Crore only) divided into 7,00,00,000 (Seven Crore) Equity Shares of ₹1/- (Rupee One) each and ₹26,00,00,000/- (Rupees Twenty Six Crore only) divided into 26,00,000 (Twenty Six Lakh) Preference Shares of ₹100/- (Rupees Hundred) each, with the power to the Board to increase or reduce the Capital of the Company and to divide the shares in the Capital for the time being into several classes and to attach thereto respectively such preferential, deferred, qualified or special rights, privileges or conditions as may be determined by or in accordance with the Articles of Association of the Company and to vary, modify, amalgamate or abrogate any such rights, privileges or conditions in such manner as may be permitted by the Act or provided by the Articles of Association of the Company.'
- 2) The existing Article 3 of the Articles of Association of the Company, relating to the Share Capital has been altered by deleting the same and substituting in its place and stead, the following new Article 3:
 - '3. The Authorised Share Capital of the Company shall be as per Clause V of the Memorandum of Association of the Company, with all rights, privileges and conditions attached thereto as per the relevant provisions contained in that behalf in these presents and with the power to the Board to increase or reduce the Capital of the Company and to divide the shares in the Capital for the time being into several classes and to attach thereto respectively such preferential, deferred, qualified or special rights, privileges or conditions as may be permissible by law and as may be determined by or in accordance with the Articles of Association of the Company and to vary, modify or abrogate any such rights, privileges, or conditions in such manner as may be permitted by the Act or provided by the Articles of Association of the Company.'

Aditya Birla Money Ltd.

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