

July 12, 2022

Ref: SECTL/2022 – 83

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 26th Annual General Meeting held on Tuesday, July 12, 2022

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

- i) The 26th Annual General Meeting (“AGM”) of Aditya Birla Money Limited (“the Company”) was held today, i.e. Tuesday, July 12, 2022 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 AGM dated June 10, 2022, were transacted at the AGM.

Item No.	Special Business	Resolutions required (Ordinary / Special)
1	Adoption of the Audited Financial Statements of the Company for the financial year ended March 31, 2022, together with the Report of the Board and the Auditors thereon	Ordinary
2	Re-appointment of Mr. Gopi Krishna Tulsian (DIN: 00017786), as Director on retirement by rotation	Ordinary
3	Enhancement of Borrowing Limit of the Company up to Rs.1600 Crore	Special
4	Creation of Charge on Movable and Immovable Properties of the Company up to Rs.1600 Crore	Special
5	Approval of Alteration of Object Clause of Memorandum of Association of the Company	Special
6	Adoption of restated Memorandum of Association as per the provisions of the Companies Act, 2013	Special

- 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 Saturday, July 09, 2022 and ended at 5:00 p.m. (IST) on Monday, July 11, 2022. Further, the facility to vote on resolutions through e-voting system at the AGM was made available to the Members who participated at the AGM and had not cast their votes through remote e-voting.

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

- 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 AGM. The Scrutinizer's Report dated July 12, 2022 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 AGM 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 AGM were duly approved by the Members with requisite majority.
- viii) This should not be construed as the minutes of the proceedings of the AGM of the Company. Kindly take the same on record.
- ix) In terms of the provisions of Regulation 30 read with Schedule III, Part A, Sub-part A, Clause 14, amendments to the Memorandum of Association of the Company is given in **Annexure 3**.

The above is for your information and record.

For **Aditya Birla Money Limited**

Divya Poojari
Company Secretary

Aditya Birla Money Ltd.

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PS B.CHANDRA & ASSOCIATES
PRACTISING COMPANY SECRETARIES

AG3 RAGAMALIKA,
 No.26, Kumaran Colony Main Road,
 Vadapalani,
 Chennai – 600026
 REGN NO P2017TN065700

E-mail: bchandraandassociates@gmail.com
 bchandracoasecy@gmail.com
 H/P: 9840276313, 9840375053

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: 12th July, 2022

To
The Chairman,
of the Annual General Meeting of the Equity Shareholders of
M/s. ADITYA BIRLA MONEY LIMITED,

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, Ragamalika No.26 Kumaran Colony Main Road, Vadapalani, Chennai 600 026 appointed as Scrutinizer as per resolution dated 22.04.2022, for the purpose of remote e-voting and electronic voting provided for holding the Annual General Meeting through Video Conferencing (VC) / other audio visual means (OAVM) of the Equity Shareholders of M/s. ADITYA BIRLA MONEY LIMITED, held on Tuesday, 12th July 2022 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 members of the Company through electronic means (wherever e-mail ids were available) on the 17 th June 2022 and the required newspaper publication given with respect to the other shareholders by way of a notice in Business Standard and Jai Hind(vernacular newspaper) on 14 th June 2022 and subsequently, the Notice was also placed |
|----|---|

Chandra



	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 18 th June 2022 and a Vernacular newspaper "Jai Hind" on the same date.
c.	The remote e-voting period commenced on 9 th July 2022 at 09:00 A.M. till 5 PM on 11 th July, 2022.
d.	Accordingly, the electronic votes cast through remote e voting were taken into account and at the end of the voting period, on 11 th July 2022 at 05:00 P.M. the CDSL portal was blocked for voting.
e.	The List of shareholders who cast their votes through remote e-voting was unblocked in the presence of two witnesses on 12 th July 2022.
f.	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. Votes cast by those corporate members who had not provided Board resolution were not taken account of.

At the Annual general meeting held at the scheduled time, through VC/OAVM since the Chairman was not present, election of Chairman for the meeting as per the Articles was conducted. Mr Tushar Shah was elected as Chairman who conducted the proceedings. The Chairman informed the members that a 15 minutes 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 , Circular No.02/2021 dated January 13, 2021 and Circular No 2 /2022 dated 05-05-2022 read with the provisions of law as well as the Companies (Management & Administration) Rules, 2014 as amended till date.

No Shareholder had cast his/her vote electronically at the meeting through VC/OAVM procedure available. The resolutions for which this Annual General Meeting of the shareholders was held were as follows:

Sr. No	Resolutions	Nature of Resolution
1	To consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2022, together with the Reports of the Board and the Auditors thereon.	Ordinary
2	To appoint a Director in place of Mr. Gopi Krishna Tulsian (DIN: 00017786) who retires by rotation and being eligible, offers himself for re-appointment	Ordinary



3	Enhancement of Borrowing Limit of the Company up to ₹1600 Crore	Special
4	Creation of Charge on Movable and Immovable Properties of the Company up to ₹1600 Crore	Special
5	Approval of Alteration of Object Clause of Memorandum of Association of the Company	Special
6	Adoption of restated Memorandum of Association as per the provisions of the Companies Act, 2013	Special

On the conclusion of the Annual 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.

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 after the meeting						
Resolution S.No	No. of Votes Cast		Total - Valid Votes	Assent %	Dissent %	Passed with requisite majority /Not Passed
	IN FAVOUR	AGAINST				
1	41580083	3000	41583083	99.99	0.01	Passed as Ordinary resolution
2	41580024	3159	41583183	99.99	0.01	Passed as Ordinary resolution
3	41580182	3001	41583183	99.99	0.01	Passed as Special resolution
4	41580082	3101	41583183	99.99	0.01	Passed as Special resolution
5	41579638	3545	41583183	99.99	0.01	Passed as Special resolution
6	41580068	3115	41583183	99.99	0.01	Passed as Special resolution

Since the requisite no. of votes cast in favour exceeded the no. of votes cast against in respect of Resolutions in Sr. No.1 and 2, I hereby report that the said resolutions were passed as Ordinary Resolutions.

Chandra



Since the requisite no. of votes cast in favour exceeded the no. of votes cast against in respect of Resolutions in Sr. No.3 to 6, 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

PARTNER,

B CHANDRA & ASSOCIATES

Company Secretary in Practice

CP No 21407

UDIN: A038746D000606434

Details of Voting Results

26th Annual General Meeting of Aditya Birla Money Limited held on July 12, 2022 through Video Conferencing (VC) / Other Audio Visual Means (OAVM)

Date of the AGM	July 12, 2022	
Total No. of Shareholders on record date : (July 05, 2022 – cut-off date for e-voting and Ballot Voting at AGM)	45,117	
No. of Shareholders present in the AGM either in person or through proxy:		
	In Person	In Proxy
- Promoter and Promoter Group	0	0
- Public	0	0
No. of Shareholders attended the meeting through Video Conferencing:		
- Promoter and Promoter Group	1	0
- Public	63	0

Resolution No. 1:

Adoption of the Audited Financial Statements of the Company for the financial year ended March 31, 2022, together with the Report of the Board and the Auditors thereon:

Resolution Required	Ordinary 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	33,083	0.22	30,083	3,000	90.93	9.07
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Total		5,63,74,998	4,15,83,083	73.76	4,15,80,083	3,000	99.99	0.01

Resolution No. 2:

Re-appointment of Mr. Gopi Krishna Tulsian (DIN: 00017786), as Director on retirement by rotation:

Resolution Required	Ordinary 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	33,183	0.22	30,024	3,159	90.48	9.52
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Total		5,63,74,998	4,15,83,183	73.76	4,15,80,024	3,159	99.99	0.01

Resolution No. 3:

Enhancement of Borrowing Limit of the Company up to ₹1600 Crore:

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	33,183	0.22	30,182	3,001	90.96	9.04
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Total		5,63,74,998	4,15,83,183	73.76	4,15,80,182	3,001	99.99	0.01

Resolution No. 4:

Creation of Charge on Movable and Immovable Properties of the Company up to ₹1600 Crore:

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	33,183	0.22	30,082	3,101	90.65	9.35
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Total		5,63,74,998	4,15,83,183	73.76	4,15,80,082	3,101	99.99	0.01

Resolution No. 5:

Approval of Alteration of Object Clause 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 (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	33,183	0.22	29,638	3,545	89.32	10.68
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Total		5,63,74,998	4,15,83,183	73.76	4,15,79,638	3,545	99.99	0.01

Resolution No. 6:

Adoption of restated Memorandum of Association as per the provisions of the Companies Act, 2013:

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	33,183	0.22	30,068	3,115	90.61	9.38
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Total		5,63,74,998	4,15,83,183	73.76	4,15,80,068	3,115	99.99	0.01

Annexure 3

Amendments to the Memorandum of Association of the Company

1) The existing Clause III of the Memorandum of Association of the Company relating to the Object Clause has been modified by inserting new Sub-clause number 7 in the following Object Clause accordingly:

7. "To carry on the business of selling, distribution, marketing as a Corporate Insurance agent and brokers, of all kinds of insurance products of various companies in various fields of insurance such as life, pension & employee benefit, health, fire, marine, cargo, marine hull, aviation, oil & energy engineering, accident, liability, motor vehicles, transit & other products of non-life insurance business and provide advisory and consultancy services relating to insurance business."

2) To align with the new format of Memorandum of Association of the Company as prescribed under Companies Act, 2013, the Company has adopted restated Memorandum of Association in accordance with Table A of the Schedule I of the Companies Act, 2013 by merging and retaining the Objects under Clause III (C) – "The Other Objects are" with Clause III (B) – "The Objects Incidental or Ancillary to the attainment of the Main Objects.

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