



Date: 28th June, 2024

National Stock Exchange of India Limited,
Exchange Plaza, Plot No. C/1, G Block,
Bandra-Kurla Complex,
Bandra (East), Mumbai – 400051.
NSE Symbol: SBFC

BSE Limited,
Phiroze Jeejeebhoy Towers,
21st Floor, Dalal Street,
Mumbai – 400001.
BSE Equity Scrip Code: 543959
(BSE NCD Scrip Code: 973372,
975436, 975435, 975460, 975656)

Sub: Proceedings of the 17th Annual General Meeting of SBFC Finance Limited (“the Company”) held on Friday, 28th June, 2024

Dear Sir(s),

In compliance with regulation 30(6) and other applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed proceedings of the 17th Annual General Meeting of the Company held on Friday, 28th June 2024 at 3:00 p.m. (IST) through Video Conferencing / Other Audio-Visual Means. The meeting commenced at 3:00 pm (IST) and concluded at 3:52 p.m. (IST).

You are requested to take the above on record.

Thanking you,

Yours faithfully,
For **SBFC Finance Limited**
(Erstwhile SBFC Finance Private Limited)



Jay Mistry
Company Secretary & Chief Compliance Officer
ICSI membership no. ACS34264

SBFC Finance Limited
(Erstwhile SBFC Finance Private Limited)

Registered Office: Unit No. 103, 1st Floor, C&B Square, Sangam Complex, Andheri Kurla Road, Village Chakala, Andheri (East) Mumbai - 400 059
T. : +91-22-67875300 • F : +91-22-67875334 • www.SBFC.com • Email: complianceofficer@sbfc.com
CIN No : U67190MH2008PLC178270



Summary of proceedings of the 17th Annual General Meeting of the shareholders of the Company

The 17th Annual General Meeting (“AGM” / “Meeting”) of the shareholders of SBFC Finance Limited (“the Company”) was held on Friday, 28th June, 2024 at 3:00 p.m. (IST) through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”) in accordance with the Ministry of Corporate Affairs (“MCA”) General Circulars and the Securities and Exchange Board of India (“SEBI”) Circulars [collectively referred to as MCA and SEBI circulars].

Mr. Jay Mistry, Company Secretary & Chief Compliance Officer, welcomed the shareholders to the AGM. He informed the shareholders that that the Company has complied with all the provisions of the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the applicable circulars of MCA and SEBI with regard to holding the AGM through Video Conferencing, sending of Annual Report and AGM Notice by email to those shareholders whose e-mail IDs are available with the Company, the Registrar & Share Transfer Agent or Depository Participants.

Thereafter, Mr. Mistry welcomed and introduced all the Directors including the Chairperson of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee who attended the AGM through VC from their respective locations. The representatives of the Company’s Statutory Auditors, Secretarial Auditors and the Scrutinizer for the AGM were also present in the AGM through VC.

Mr. Neeraj Swaroop, Independent Director & Chairperson of the Board, Chaired the AGM. The requisite quorum being present, the Chairperson called the meeting to order.

He further informed the shareholders that the Statutory Auditors’ Report and Secretarial Auditors’ Report for the financial year ended 31st March, 2024 did not contain any qualifications, observations or comments and hence the Notice of the AGM and the Audited Financial Statements for the financial year ended 31st March, 2024 together with the Directors' and Auditors' Reports, were taken as read.

Thereafter, Mr. Jay Mistry informed the shareholders that the Company had made all the necessary efforts for enabling shareholders to participate in the AGM through Video Conferencing and cast vote on the items being considered at the AGM. He informed shareholders that the Company had provided remote e-voting facility to all the shareholders holding equity shares as on the cut-off date of Friday, 21st June, 2024, on the proposed resolutions given in the Notice of the AGM, through the platform provided by KFin Technologies Limited, the Registrar & Share Transfer Agent of the Company.

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He informed the shareholders that the remote e-voting commenced on Monday, 24th June, 2024 at 9:00 a.m. (IST) and ended on Thursday, 27th June, 2024 5:00 pm (IST) and that the Company had provided the shareholders the facility to cast their vote electronically, on all resolutions set forth in the Notice of the AGM. He stated that shareholders who attended the AGM through VC facility and had not cast their votes through Remote e-voting facility were provided an opportunity to cast their votes through the e-voting system during the AGM. Then he informed the shareholders that the e-voting for the businesses to be transacted as per the notice of the AGM has commenced and the voting tab on the screen has been activated to enable the shareholders to cast their votes for the shareholders attending the AGM who had not cast their votes by remote e-voting.

He informed the shareholders that the combined result of remote e-voting and e-voting at the AGM along with the Scrutinizer's Report will be uploaded on the website of the Company as well as on the website of National Stock Exchange of India Ltd. and BSE Ltd. within two working days from the conclusion of the AGM and that it will also be displayed on the notice-board at the Registered Office of the Company.

Mr. Mistry informed the shareholders that the Statutory Registers as required under the Companies Act, 2013 and other relevant documents mentioned in the Notice were available for e-inspection.

Thereafter, the Chairman addressed the shareholders and delivered his speech.

The Chairman authorized Mr. Jay Mistry, Company Secretary & Chief Compliance Officer to complete necessary compliances in respect of result of the voting on the resolutions and declare the consolidated results of the voting.

Then, Mr. Aseem Dhru, Managing Director & CEO addressed the shareholders and delivered his speech briefing the shareholders present on the performance of the Company, existing industry scenario and business prospects of the Company.

Mr. Aseem Dhru invited the shareholders who had registered themselves as speakers to ask questions or express their views. After the shareholders asked questions, Mr. Aseem Dhru, Managing Director & CEO responded to the queries raised by them.

Thereafter, Mr. Jay Mistry, moved to the following items of Businesses to be transacted at the AGM as specified in the Notice of the AGM.

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Sr. No.	Particulars	Type of Resolution
ORDINARY BUSINESS:		
1	To receive, consider and adopt audited standalone and consolidated financial statements of the Company for the year ended 31 st March, 2024 and the reports of the board of directors and the auditors thereon.	Ordinary Resolution
2	To appoint a director in place of Mr. Jonathan Tadeusz Tatur (DIN: 08639243), who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.	Ordinary Resolution
3	To appoint a director in place of Mr. Aseem Dhru (DIN: 01761455), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.	Ordinary Resolution
4	To appoint M/s. M M Nissim & Co. LLP, Chartered Accountants (ICAI Firm Registration Number: 107122w/w100672) as the Statutory Auditors of the Company.	Ordinary Resolution
SPECIAL BUSINESS:		
5	Issuance of Non-Convertible Debentures and / or Bonds.	Special Resolution
6	Approval of SBFC Stock Option Policy 2024 – I.	Special Resolution

Thereafter, the Chairman thanked the shareholders for their presence and active participation and support extended to the Company. He also thanked the Directors, Statutory Auditor and Secretarial Auditor for joining the AGM virtually.

The remote e-voting facility was kept open for the next 15 minutes to enable the shareholders to cast their vote. The AGM concluded upon completion of the e-voting process at 3:52 pm (IST).

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