

August 9, 2024

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 26th Annual General Meeting of the Company held on August 9, 2024 and the Consolidated Scrutinizer's Report

We wish to inform that the 26th Annual General Meeting of the Company was held on August 9, 2024 at 11:00 A.M. (IST) 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 9, 2024 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

Payal Mittal Chhabra
Company Secretary & Compliance Officer

Enclosed: As above

SBI Cards and Payment Services Ltd.

DLF Infinity Towers, Tower C,
12th Floor, Block 2, Building 3,
DLF Cyber City, Gurugram - 122002,
Haryana, India

Tel.: 0124-4589803
Email: customercare@sbicard.com
Website: sbicard.com

Registered Office:
Unit 401 & 402, 4th Floor, Aggarwal Millennium Tower,
E 1,2,3, Netaji Subhash Place, Wazirpur, New Delhi - 110034
CIN - L65999DL1998PLC093849

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 9, 2024
Total number of shareholders on record date (cut-off date: 02.08.2024)	1024126
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	-
Public:	89

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, 2024, 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	652634911	652633992	99.9999	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
	Total		652633992	99.9999	652633992	0	100.0000	0.0000
Public Institutions	E-Voting	241417338	216224604	89.5647	216021927	202677	99.9063	0.0937
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		216224604	89.5647	216021927	202677	99.9063	0.0937
Public Non Institutions	E-Voting	57028785	744646	1.3057	742672	1974	99.7349	0.2651
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		744646	1.3057	742672	1974	99.7349	0.2651
Total		951081034	869603242	91.4331	869398591	204651	99.9765	0.0235



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 2024-25.					
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	652634911	652633992	99.9999	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
	Total		652633992	99.9999	652633992	0	100.0000	0.0000
Public Institutions	E-Voting	241417338	216325292	89.6064	216085945	239347	99.8894	0.1106
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		216325292	89.6064	216085945	239347	99.8894	0.1106
Public Non Institutions	E-Voting	57028785	744318	1.3052	740476	3842	99.4838	0.5162
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		744318	1.3052	740476	3842	99.4838	0.5162
Total		951081034	869703602	91.4437	869460413	243189	99.9720	0.0280



SBI Cards and Payment Services Ltd

Resolution Required :Ordinary ✓			3 - Confirmation of the payment of Interim Dividend of Rs. 2.50 (i.e. 25%) per equity share of Rs. 10 each, for the Financial Year ended March 31, 2024, as declared by the Board of Directors. ✓					
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	652634911	652633992	99.9999	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
	Total		652633992	99.9999	652633992	0	100.0000	0.0000
Public Institutions	E-Voting	241417338	216325292	89.6064	216325292	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
	Total		216325292	89.6064	216325292	0	100.0000	0.0000
Public Non Institutions	E-Voting	57028785	744837	1.3061	742701	2136	99.7132	0.2868
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		744837	1.3061	742701	2136	99.7132	0.2868
Total		951081034	869704121	91.4437	869701985	2136	99.9998	0.0002



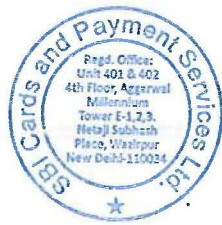
SBI Cards and Payment Services Ltd

Resolution Required :Ordinary			4 - To consider and approve the Material Related Party Transactions with State Bank of India					
Whether promoter/ promoter group are interested in the agenda/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	652634911	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Institutions	E-Voting	241417338	216325292	89.6064	216325292	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
	Total		216325292	89.6064	216325292	0	100.0000	0.0000
Public Non Institutions	E-Voting	57028785	730254	1.2805	726898	3356	99.5404	0.4596
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		730254	1.2805	726898	3356	99.5404	0.4596
Total		951081034	217055546	22.8220	217052190	3356	99.9985	0.0015



SBI Cards and Payment Services Ltd

Resolution Required :Ordinary			5 - To consider and approve the Material Related Party Transactions with SBI Capital Markets Limited					
Whether promoter/ promoter group are interested in the agenda/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	652634911	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Institutions	E-Voting	241417338	216325292	89.6064	216325292	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
	Total		216325292	89.6064	216325292	0	100.0000	0.0000
Public Non Institutions	E-Voting	57028785	730181	1.2804	726655	3526	99.5171	0.4829
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		730181	1.2804	726655	3526	99.5171	0.4829
Total		951081034	217055473	22.8220	217051947	3526	99.9984	0.0016



SBI Cards and Payment Services Ltd

Resolution Required :Ordinary			6 - Approval for continuation of Mr. Dinesh Khara (DIN: 06737041) as a Director of the Company					
Whether promoter/ promoter group are interested in the agenda/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	652634911	652633992	99.9999	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
	Total		652633992	99.9999	652633992	0	100.0000	0.0000
Public Institutions	E-Voting	241417338	216055554	89.4946	213329626	2725928	98.7383	1.2617
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		216055554	89.4946	213329626	2725928	98.7383	1.2617
Public Non Institutions	E-Voting	57028785	743700	1.3041	739051	4649	99.3749	0.6251
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		743700	1.3041	739051	4649	99.3749	0.6251
Total		951081034	869433246	91.4153	866702669	2730577	99.6859	0.3141




(Payal Mittal Chhabra)
Company Secretary and Compliance Officer

CONSOLIDATED SCRUTINIZERS' 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 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Circulars issued from time to time]

To

The Chairman,

SBI CARDS AND PAYMENT SERVICES LIMITED

CIN: L65999DL1998PLC093849

Registered Office: Unit 401 & 402, 4th Floor,

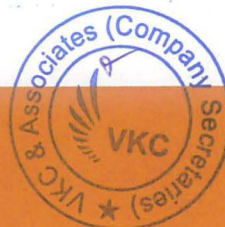
Aggarwal Millennium Tower E 1, 2, 3,

Netaji Subhash Place, Wazirpur, New Delhi – 110034, India

26th Annual General Meeting (“AGM”) of the Members of SBI CARDS AND PAYMENT SERVICES LIMITED (“the Company”) held on Friday, August 09, 2024 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 Scrutinizers, to scrutinize the remote e-voting process as well as the e-voting facility at the AGM (collectively referred to as “e-voting facility”) provided to the members under the provisions of Section 108 and other applicable provisions of the Companies Act, 2013 and Rule 20 and 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, General Circular No.17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 05, 2020, General Circular No. 02/2021 dated January 13, 2021, General Circular No. 19/2021 dated December 08, 2021, General Circular No. 21/2021 dated December 14, 2021, General Circular No. 2/2022 dated May 05, 2022 and General Circular No. 10/2022 dated December 28, 2022 and General Circular No. 09/2023 dated September 25, 2023 (collectively referred to as “MCA Circulars”) and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) read with SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023 and Circular No.: SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 (“SEBI Circulars”) issued in this regard, on the resolutions as set-out in the Notice of the 26th Annual General Meeting of the Members of the Company held on Friday, August 09, 2024 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”) 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 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 there under, SEBI Listing Regulations, MCA Circulars and the 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. Pursuant to the provisions of the Companies Act, 2013 read with rules made thereunder together with the MCA Circulars and SEBI Circulars, the Company has sent the Notice of the AGM to all its Members/Beneficiaries whose name(s) appeared in the register of Members/ List of beneficial owners received from National Securities Depository Limited/ Central Depository Services(India) Limited as on Friday, July 12, 2024 and whose e-mail ids were registered with the Company/RTA or Depositories/Depository Participant, through electronic means only, on Thursday, July 18, 2024.

Cut-off date

5. The Members of the Company as on the “cut-off date” i.e. Friday, August 02, 2024, were entitled to cast their vote through the e-voting facility on the proposed resolutions (Item Nos.1 to 6) as set out in the Notice of the AGM.

Remote e-Voting process

6. The remote e-voting period commenced from **Tuesday, August 06, 2024 at 10.00 A.M. (IST)** and ended on **Thursday, August 08, 2024 at 5.00 P.M. (IST)** on the designated website <https://www.evoting.nsd.com/> of NSDL.



Newspaper Advertisements

7. Pursuant to applicable provisions of MCA Circulars, the Company had published the advertisements in all editions of "Business Standard" (in English and in Hindi) on Wednesday, July 17, 2024.
8. Pursuant to Rule 20 of the Companies (Management and Administration Rules) 2014, the Company had published the advertisements in all editions of "Business Standard" (in English and in Hindi) on Friday, July 19, 2024.

E-voting at the AGM

9. At the AGM of the Company held through VC/OAVM on Friday, August 09, 2024, 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. Mohit K. Dixit and Ms. Kriti Sharma, 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 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 casted 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, 2024 together with the reports of the Board of Directors and Auditors thereon along with the comments of the Comptroller and Auditor General on India (CAG).

Mode	Total Valid Votes		Votes in Favour			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-voting facility	1860	869603242	1790	869398591	99.9765	70	204651	0.0235



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 on India (CAG), for the financial year ended 2024-25.

Mode	Total Valid Votes		Votes in Favour			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-voting facility	1847	869703602	1756	869460413	99.9720	91	243189	0.0280

Resolution 03: Ordinary Resolution

Confirmation of the payment of Interim Dividend of Rs. 2.50 (i.e. 25%) per equity share of Rs. 10 each, for the Financial Year ended March 31, 2024, as declared by the Board of Directors.

Mode	Total Valid Votes		Votes in Favour			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-voting facility	1854	869704121	1795	869701985	99.9998	59	2136	0.0002

Resolution 04: Ordinary Resolution

Approval of the Material Related Party transactions with State Bank of India.

Mode	Total Valid Votes		Votes in Favour			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-voting facility	1847	217055546	1768	217052190	99.9985	79	3356	0.0015



Resolution 05: Ordinary Resolution

Approval of the Material Related Party transactions with SBI Capital Markets Limited.

Mode	Total Valid Votes		Votes in Favour			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-voting facility	1847	217055473	1766	217051947	99.9984	81	3526	0.0016

Resolution 06 Ordinary Resolution

Approval for continuation of Mr. Dinesh Khara (DIN: 06737041) as a Director of the Company.

Mode	Total Valid Votes		Votes in Favour			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-voting facility	1844	869433246	1679	866702669	99.6859	165	2730577	0.3141

Handover of the related documents

11. The electronic data and all other relevant documents 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 the Chairman of the AGM or any other person authorised by him may announce the result of the resolutions proposed at the AGM through e-voting facility.



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 and 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 our 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

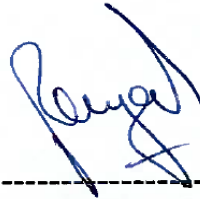
ICSI Unique Code: P2018DE077000

Peer Review Cer. No. 1955/2022

UDIN: F005327F000939095

Date: August 09, 2024

Place: New Delhi



Counter Signed by Chairman/Authorised Person