

September 29, 2021

The Manager  
The Listing Department  
National Stock Exchange Limited  
Exchange Plaza, 5<sup>th</sup> Floor  
Plot No. C/1, G Block  
Bandra-Kurla Complex, Bandra (E)  
**Mumbai 400 051**

The Manager  
The Listing Department  
Bombay Stock Exchange Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street  
**Mumbai 400 001**

**NSE Symbol : IVC**  
**BSE Security Code : 511208**  
**ISIN : INE050B01023**

**Re : Proceedings of Annual General Meeting**

Dear Sir :

Enclosed herewith are the Proceedings of Annual General Meeting pursuant to Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Listing Requirements) Regulations for the 35<sup>th</sup> Annual General Meeting of the Company held on September 29, 2021 at 3.00 p.m. through Video Conference/Other Audio Visual Means at the deemed venue of the Registered Office of the Company, i.e. The IL&FS Financial Centre, Plot No. C-22, G Block, Bandra-Kurla Complex, Bandra (East), Mumbai 400 051

Kindly take the same on record

Thanking you,

Yours sincerely,



**Sanjay Mitra**  
**Company Secretary**

Encl : As above

The IL&FS Financial Centre  
Plot C-22, G-Block  
Bandra Kurla Complex  
Bandra East  
Mumbai 400 051  
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Corporate Identification No - L65999MH1986PLC147981

**PROCEEDINGS OF THE THIRTY-FIFTH ANNUAL GENERAL MEETING OF THE COMPANY WAS HELD ON WEDNESDAY, SEPTEMBER 29, 2021, AT 3.00 P.M. THROUGH VIDEO CONFERENCE (VC)/OTHER AUDIO VISUAL MEANS (OAVM)**

Deemed venue of the AGM : The Registered Office of the Company, i.e. The IL&FS Financial Centre, Plot No. C-22, G Block, Bandra-Kurla Complex, Bandra (East), Mumbai 400 051

Directors Present at the meeting through VC :

|                            |              |
|----------------------------|--------------|
| Mr S M Datta<br>- Chairman | from Mumbai  |
| Mr Chitranjan S Kahlon     | from Gurgaon |
| Mr Nand Kishore            | from Noida   |
| Mr Kaushik Modak           | from Mumbai  |
| Ms Priya Shetty            | from Mumbai  |
| Ms Lubna Usman             | from Mumbai  |

In Attendance at the meeting through VC :

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|--|-------------|
| Mr Sanjay Mitra<br>- Company Secretary | from Mumbai |
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By Invitation at the meeting through VC :

|  |             |
|--|-------------|
| Mr Manoj Borkar<br>- Chief Executive Officer & Chief Financial Officer | from Mumbai |
| Mr Krunal Momaya<br>- M/s Khimji Kunverji & Co. LLP                    | from Mumbai |
| Mr Atul Mehta<br>- Partner, M/s. Mehta & Mehta, Company Secretaries    | from Mumbai |
| Ms Aditi Patnaik<br>- Partner, M/s. Mehta & Mehta, Company Secretaries | from Mumbai |
| Mr Jagdish Patel<br>M/s Jagdish Patel & Co                             | from Mumbai |

|                   |   |   |
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| Company Secretary | : | The Company Secretary welcomed the members to the 35 <sup>th</sup> AGM of the Company held through video conference/audio visual means and gave technical and procedural information on joining, participating and voting at the AGM through video conferencing |
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|                   | <p>He further informed that according to the Companies Act, 2013 and SEBI Listing Regulations, the Company has provided the facility to the Shareholders to cast their vote by remote e-voting through electronic voting system administered by NSDL. The facility for e-voting was also provided during the meeting to those Shareholders who have not cast their vote earlier</p> <p>He requested the Shareholders who had not cast their votes earlier to go to the voting page of NSDL e-voting website and cast their vote while watching the proceedings of the meeting live</p> <p>He also informed that the e-voting facility will be kept open for 15 minutes after the conclusion of the meeting to enable the shareholders to cast their votes</p> <p>He also informed that M/s Jagdish Patel &amp; Co, Company Secretaries have been appointed as Scrutinizers by the Board to scrutinize remote e-voting before the AGM as well as for the e-voting at the AGM. Mr Jagdish Patel is attending the meeting on their behalf</p> <p>He further informed that live streaming of the meeting was also being webcast on NSDL's website and that the Statutory Registers and other documents as required by Companies Act, 2013 were open for inspection on the website of NSDL</p> |
| Chairman          | : Mr S M Datta took the Chair. He welcomed all the members present in the meeting   |
| Quorum            | : Chairman declared that the Quorum is present and called the meeting to order  |
| Introduction      | : Chairman introduced the Directors present, Chief Executive Officer & Chief Financial Officer and Company Secretary. He also informed that representatives of the Statutory Auditors and Secretarial Auditors are also attending the meeting from Mumbai   |
| Chairman's Speech | : The Chairman delivered his speech   |
| Notice            | : Notice dated June 30, 2021, convening the 35 <sup>th</sup> Annual General Meeting, Directors' Report and the Annual Accounts were taken as read with the consent of the Members present   |



|                  |   |   |
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| Auditor's Report | : | The Chairman then requested the Company Secretary to read the qualifications on the financials mentioned in the Auditor's Report before the shareholders pursuant to Section 145 of the Companies Act, 2013 and thereafter to call the pre-registered speakers to raise their queries |
|------------------|---|---|

The Company Secretary read out the Auditor's Report and read out the following business to be transacted at the meeting :

**ORDINARY BUSINESS :**

- (1) Adoption of the Audited Financial Statements for the financial year ended March 31, 2021
- (2) To declare dividend on Equity Shares for the year ended March 31, 2021
- (3) To appoint a Director in place of Mr Kaushik Modak [DIN 01266560] who retires by rotation and being eligible, has offered himself for re-appointment

**SPECIAL BUSINESS :**

- (4) To regularise the appointment of Ms Ms Priya Shetty [DIN 08858814], who was appointed as an Additional Director of the Company
- (5) To regularise the appointment of Ms Lubna Usman [DIN 08299976], who was appointed as an Additional Director of the Company

The Company Secretary then called out the name of the pre- registered speakers one by one to raise their queries

On the invitation of the Company Secretary, Shareholders who had registered themselves as speakers, addressed the meeting through VC/OVCM and sought clarifications on the Company's accounts and businesses. The Chairman/Chief Executive Officer & Chief Financial Officer and Company Secretary responded to the queries of the Members and provided clarifications

The Chairman informed that the results after receipt of the consolidated voting results from the scrutinizers will be declared within 48 hours from the conclusion of the meeting and the same shall also be intimated to the stock exchanges and uploaded on the website of the Company and NSDL

The Chairman thanked the shareholders for attending the meeting. He also thanked all the Directors for joining the meeting and concluded the meeting

**For IL&FS Investment Managers Limited**



**Sanjay Mitra**  
Company Secretary