

SEC/FILING/BSE-NSE/24-25/68A-B

December 20, 2024

BSE Limited

P. J. Towers,
Dalal Street, Fort,
Mumbai – 400 001
Scrip Code: 511218

National Stock Exchange of India Limited

Listing Department
Exchange Plaza, 5th Floor,
Plot no. C/1, G- Block,
Bandra-Kurla Complex,
Mumbai – 400 051
NSE Symbol: SHRIRAMFIN

Dear Sir/Madam,

Sub.: Declaration of Results of Postal Ballot**Ref.: Regulation 30 and 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)**

This is in continuation to our letter dated November 20, 2024 regarding Notice of Postal Ballot dated November 15, 2024 (“Notice”) under Section 110 of the Companies Act, 2013 issued to the Members of the Company for seeking their approval by way of Postal Ballot through voting by electronic means (“remote e-voting”) for resolutions embodied therein and given below:

Sr. No.	Description of the Resolutions
1.	Special Resolution for renewal of limit to issue Debentures on private placement basis by the Board
2.	Ordinary Resolution for sub-division/ split of equity shares of the Company
3.	Ordinary Resolution for alteration of Capital Clause (Clause V) of the Memorandum of Association of the Company

The remote e-voting for Postal Ballot commenced on Thursday, November 21, 2024 (9:00 Hours IST) and concluded on Friday, December 20, 2024 (17:00 Hours IST).

The Company had appointed SPNP & Associates, Practising Company Secretaries, Chennai represented by Mr. P. Sriram (Membership No. FCS 4862), Practising Company Secretary (CP No. 3310) as the Scrutinizer for conducting process of remote e-voting in accordance with the provisions of the Companies Act, 2013 and the rules made thereunder

Shriram Finance Limited

(Formerly known as Shriram Transport Finance Company Limited)

Corporate Office : Wockhardt Towers, Level - III, West Wing, C-2, G-Block, Bandra - Kurla Complex, Bandra (E), Mumbai - 400 051, Maharashtra. Ph: +91 22 4095 9595**Registered Office :** Sri Towers, Plot No.14A, South Phase, Industrial Estate, Guindy, Chennai - 600 032. Tamil Nadu, India. Ph: +91 44 4852 4666Website : www.shriramfinance.in | Corporate Identity Number (CIN) - L65191TN1979PLC007874

in a fair and transparent manner. The Scrutinizer has submitted his report today i.e. December 20, 2024

In compliance with Regulations 30, 44 and other applicable provisions of the Listing Regulations, please find enclosed herewith the Results of the Postal Ballot (through remote e-voting) in the prescribed format under Regulation 44(3) of the Listing Regulations and Scrutinizer's Report. The said resolutions are passed with the requisite majority. The resolutions are deemed to be passed on the last date of the e-voting, i.e. December 20, 2024.

The voting results and Scrutinizer's Report are being placed on the Company's website at www.shriramfinance.in.

Thanking you,
Yours faithfully,
For **SHRIRAM FINANCE LIMITED**

U BALASUNDARARAO
COMPANY SECRETARY & COMPLIANCE OFFICER

Encl: a/a

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Details of Results of Remote E-Voting and poll pursuant to Regulation 44(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015	
Name of the Company	Shriram Finance Limited
Date of Declaration of Results of Postal ballot	December 20, 2024
Last Date of Receipt of Postal Ballot forms/e-voting	December 20, 2024
Total number of Shareholders as on Cut-off date	1,65,655
No. of Shareholders Present in the meeting either in person or through proxy	Not Applicable
Promoters and Promoter Group:	
Public:	
No of Shareholders attended the meeting through Video Conferencing	Not Applicable
Promoters and Promoter Group:	
Public:	

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Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Renewal of limit to issue Debentures on private placement basis by the Board				
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	95516276	95516176	99.9999	95516176	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		95516276	95516176	99.9999	95516176	0	100.0000
Public-Institutions	E-Voting	260329627	228638391	87.8265	225357936	3280455	98.5652	1.4348
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		260329627	228638391	87.8265	225357936	3280455	98.5652
Public- Non Institutions	E-Voting	20187332	665129	3.2948	663621	1508	99.7733	0.2267
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		20187332	665129	3.2948	663621	1508	99.7733
Total		376033235	324819696	86.3806	321537733	3281963	98.9896	1.0104
Whether resolution is Pass or Not.						Yes		
Disclosure of notes on resolution						<input type="button" value="Add Notes"/>		

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Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Sub-division/ split of equity shares of the Company				
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	95516276	95516176	99.9999	95516176	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		95516276	95516176	99.9999	95516176	0	100.0000
Public- Institutions	E-Voting	260329627	228638391	87.8265	228638391	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		260329627	228638391	87.8265	228638391	0	100.0000
Public- Non Institutions	E-Voting	20187332	665830	3.2983	663020	2810	99.5780	0.4220
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		20187332	665830	3.2983	663020	2810	99.5780
Total		376033235	324820397	86.3808	324817587	2810	99.9991	0.0009
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<input type="button" value="Add Notes"/>	

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Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Alteration of Capital Clause (Clause V) of the Memorandum of Association of the Company				
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	95516276	95516176	99.9999	95516176	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		95516276	95516176	99.9999	95516176	0	100.0000
Public-Institutions	E-Voting	260329627	228638391	87.8265	228638391	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		260329627	228638391	87.8265	228638391	0	100.0000
Public- Non Institutions	E-Voting	20187332	665612	3.2972	664384	1228	99.8155	0.1845
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		20187332	665612	3.2972	664384	1228	99.8155
Total		376033235	324820179	86.3807	324818951	1228	99.9996	0.0004
Whether resolution is Pass or Not.						Yes		
Disclosure of notes on resolution						<input type="button" value="Add Notes"/>		

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**REPORT OF THE SCRUTINIZER ON THE REMOTE E-VOTING (POSTAL BALLOT)
BY THE SHAREHOLDERS OF SHRIRAM FINANCE LIMITED
(Formerly known as "Shriram Transport Finance Company Limited")**

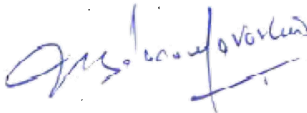

***(Pursuant to Section 110 of the Companies Act, 2013 and Rule 20 and Rule 22 of the
Companies (Management and Administration) Rules, 2014, as amended)***


To
Chairman,
SHRIRAM FINANCE LIMITED,
Sri Towers, Plot No. 14A, South Phase,
Industrial Estate, Guindy, Chennai-600032

Dear Sir,

**Sub: Report of Scrutinizer pursuant to passing of resolutions through (postal ballot)
remote e-voting – reg.**

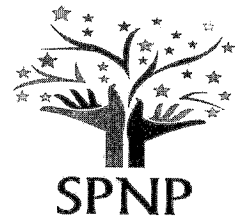
I, P. Sriram, Practising Company Secretary, (Membership No. FCS 4862 and Certificate of Practice No. 3310), Partner, SPNP & Associates, Practising Company Secretaries, was appointed by the Board of Directors of Shriram Finance Limited (Formerly known as "Shriram Transport Finance Company Limited"), CIN: L65191TN1979PLC007874 (hereinafter referred as "the Company") as the Scrutinizer for the purpose of scrutinizing the voting by postal ballot through remote e-voting and ascertaining the requisite majority on voting carried out in respect of the following resolutions as circulated in the Postal Ballot Notice dated November 15, 2024 pursuant to Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013 (the 'Act') read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended (the 'Rules'), (including any statutory modification(s) or re-enactment thereof for the time being in force), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), as amended, Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India ('SS-2'), as amended and the relaxations and clarifications issued by Ministry of Corporate Affairs ('MCA') vide General Circular Nos. 14/2020 dated April 08, 2020, 17/2020




**SPNP & ASSOCIATES
Practising Company Secretaries**

NO.10/28, II Floor, 3rd Cross Street, R.K. Nagar, Raja Annamalaipuram, Chennai – 600028.
spnpassociates@gmail.com # Phone: 044 4215 3510, 4320 1250, Mobile: 95660 33011



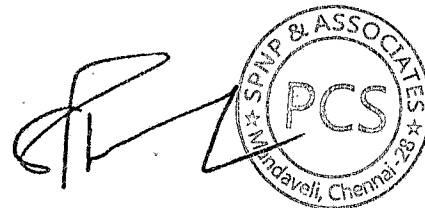
dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 08, 2021, 3/2022 dated May 05, 2022, 11/2022 dated December 28, 2022, 09/2023 dated September 25, 2023 and 09/2024 dated September 19, 2024 ('MCA Circulars'):

- I. **Renewal of limit to issue debentures on private placement basis by the Board**
- II. **Sub-division/ split of equity shares of the Company**
- III. **Alteration of Capital Clause (Clause V) of the Memorandum of Association of the Company**

As per guidelines prescribed by the MCA Circulars, hard copy of the Postal Ballot Notice, Postal Ballot Form and pre-paid business reply envelope were not sent to the shareholders for the Postal Ballot and the approval of the shareholders was sought only by means of remote e- voting.

In accordance with the MCA Circulars and Listing Regulations, the Company had made necessary arrangements with Central Depository Services (India) Limited (CDSL), the Service Provider for providing a system of recording votes of the shareholders electronically through remote e-voting and also organised through Integrated Registry Management Services Private Limited, its Registrar and Share Transfer Agent (herein after referred as "RTA" or "Integrated") to setup the e-voting facility on the CDSL e-voting platform available on its website: <https://www.evotingindia.com/>.

The Postal Ballot Notice was sent to the Members whose names appeared in the List of Beneficial Owners received from National Securities Depository Limited ('NSDL') / Central Depository Services (India) Limited ('CDSL') ('Depositories') as at the close of business hours on **Friday, November 15, 2024 ('Cut-Off Date')** whose e-mail addresses were registered with the RTA.



SPNP & Associates

Practising Company Secretaries

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snpnassociates@gmail.com # Phone: 044 4215 3510, 4320 1250, Mobile: 9566033011



The Company through its RTA uploaded the resolutions together with explanatory statement on which e-voting was sought from the shareholders and for generating Electronic Voting Sequence Number (EVSN) by the Service Provider and also hosted the same in the website of the Company, <https://www.shriramfinance.in>.

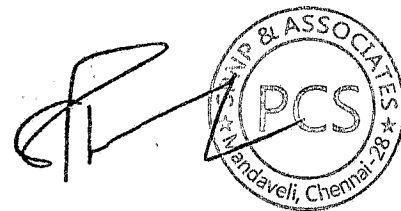
FURTHER, I REPORT THAT:

The Postal Ballot Notice dated November 15, 2024 was sent to 1,57,385 shareholders vide electronic mode to their email addresses registered with the Depository participant, as per the data downloaded from the NSDL/CDSL as on November 15, 2024. The Company had completed dispatch of Postal Ballot Notice through email on Wednesday, November 20, 2024.

The remote e-voting period commenced on **Thursday, November 21, 2024** 09:00 Hours IST and was closed on **Friday, December 20, 2024** at 17:00 Hours IST for the Members exercising their vote through electronic voting. The remote e-voting modules were disabled by CDSL for voting thereafter. All votes cast by e-voting through CDSL received up to **Friday, December 20, 2024** at 17:00 Hours (IST) being last date fixed by the Company for exercise of vote by electronic means, were considered for my scrutiny.

On scrutiny, I report that 2115 Shareholders had exercised their vote through electronic voting (E-voting). The voting was reckoned in proportion to the paid-up value of the shares mentioned against the name of the Member in the Register of the Members on November 15, 2024.

The summary of the remote e-voting is as per the attached **Annexure 1** and the results of the remote e-voting in respect of Item No: 1, 2 & 3 are given hereunder:



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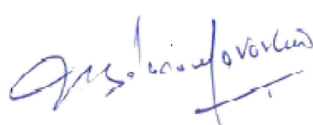

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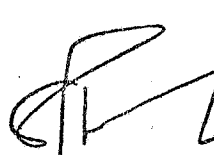
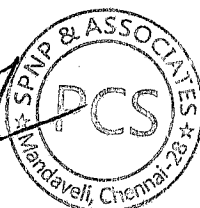


SPECIAL RESOLUTION ITEM NO. 1:

RENEWAL OF LIMIT TO ISSUE DEBENTURES ON PRIVATE PLACEMENT BASIS BY THE BOARD:

“**RESOLVED THAT** pursuant to Section 23, Section 42, Section 71 and other applicable provisions of the Companies Act, 2013 (‘the **Act**’) read with Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and Rule 18 of the Companies (Share Capital and Debenture) Rules, 2014 (the ‘**Rules**’) and in accordance with the provisions of Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 (‘**Debt Regulations**’), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as may be amended from time to time and the directions issued by the Reserve Bank of India (‘**RBI**’) as applicable to the Non-Banking Financial Companies (‘**NBFC**’) from time to time, and such other laws and regulations as may be applicable to the Company, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as ‘**the Board**’ which term shall include Banking & Finance Committee or any other committee constituted by the Board) to make offer(s), invitation(s) to subscribe and issue redeemable non-convertible debentures (NCDs), subordinated debentures, bonds or any other structured/hybrid debt securities (hereinafter referred to as ‘**Debentures**’) at such face value as may be permissible under the Act and RBI directions on private placement basis at par, discount or premium, in one or more tranches, during the period of one year from the date of passing of this resolution for a sum not exceeding Rs.35,000 Crores (Rupees Thirty Five Thousand Crores Only) within the overall borrowing limits of the

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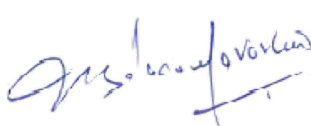




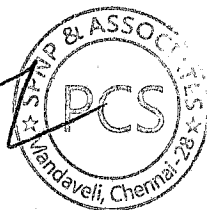
Company approved by the Members, to the qualified institutional buyers, foreign institutional investors/foreign portfolio investors, banks, financial institutions, multilateral financial institutions, regional financial institutions, mutual funds, pension fund, provident fund and gratuity funds, corporates, insurance companies, trusts, High Net-worth Individuals (HNIs) and such other entities/persons eligible to subscribe the Debentures on such terms and conditions including the rate of interest/coupon, tenure, repayment and security cover thereof etc. as may be finalized by the Board.

RESOLVED FURTHER THAT Mr. Y. S. Chakravarti, Managing Director & CEO and Mr. Parag Sharma, Managing Director & CFO of the Company be and are hereby severally authorised to determine the terms of the Issue, including the class of investors to whom the Debentures are to be offered and allotted, the numbers of Debentures to be offered and allotted in each tranche, issue price, tenor, interest rate, premium/discount to the then prevailing market price, amount of issue, discount to issue price to a class of debenture holders, listing, issuing any declaration/ undertaking, etc. required to be included in the Private Placement Offer Letter/ General Information Document (GID) /Key Information Document (KID) and any other regulatory requirement for the time being in force and to execute all such deeds, documents, instruments and writings as it may in its sole and absolute discretion deem necessary in relation thereto.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorised to do all such acts, deeds, matters and things and to take all such steps as may be required or considered necessary or incidental thereto for giving effect to this resolution.

RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers herein conferred to any director(s), key managerial person(s) and/or officer(s) of the Company, to give effect to the resolution.”

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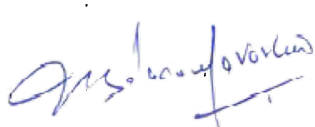

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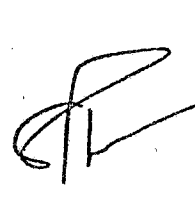
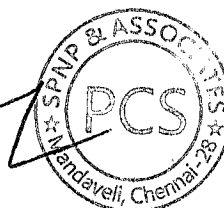


Details	No. of Shareholders	No. of votes	Percentage (%)
Total Postal Ballot Forms Received by:			
Electronic Mode*	2113	324819696	100%
Physical Mode	NA	NA	NA
Less: Invalid Postal Ballot forms	NA	NA	NA
NET VALID POSTAL BALLOT IN PHYSICAL & ELECTRONIC MODE	2113	324819696	100%
Postal Ballot forms with "ASSENT" as SPECIAL RESOLUTION			
In Electronic Mode	2030	321537733	98.99%
In Physical Mode	NIL	NIL	NIL
Total Postal Ballot with "ASSENT" in Physical & Electronic Mode	2030	321537733	98.99%
Postal Ballot Forms with "DISSENT" as SPECIAL RESOLUTION			
In Electronic Mode	83	3281963	1.01%
In Physical Mode	NIL	NIL	NIL
Total Postal Ballot with "DISSENT" in Physical & Electronic Mode	83	3281963	1.01%

***Note: There are instances where a shareholder has exercised his voting partially in favour and as against. Hence, in the "Number of Members Voted", his/her count is taken both "For" & "Against" columns**

RESULT: Total votes for Item No. 1 polled **FOR** SPECIAL RESOLUTION is 98.99 % and the total votes polled **AGAINST** SPECIAL RESOLUTION is 1.01 %.

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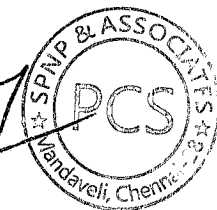


ORDINARY RESOLUTION ITEM NO. 2:

SUB-DIVISION/ SPLIT OF EQUITY SHARES OF THE COMPANY

“RESOLVED THAT pursuant to the provisions of Section 61(1)(d), 64 and all other applicable provisions, if any, of the Companies Act, 2013 (**“the Act”**), the Companies (Share Capital and Debentures) Rules, 2014, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**“Listing Regulations”**) (including any statutory modification(s), notifications, circulars issued thereunder or re-enactment(s) thereof, for the time being in force), in accordance with the Articles of Association of the Company and subject to such permissions, consents and approvals as may be required in this respect and on recommendation of the Board of Directors of the Company, approval of the Members of the Company be and is hereby accorded for sub-division/splitting of equity shares of the Company, such that 1 (One) equity share having face value of Rs.10/- (Rupees Ten Only) each, fully paid-up, be sub-divided/split into 5 (Five) equity shares having face value of Rs.2/- (Rupees Two Only) each, fully paid-up, ranking pari-passu with each other in all respects with effect from such date as may be fixed for this purpose (**“Record Date”**) by the Board of Directors of the Company (hereinafter referred to as **“the Board”**, which expression shall be deemed to include any existing committee duly constituted or to be constituted by the Board).

RESOLVED FURTHER THAT pursuant to the sub-division / split of equity shares of the Company, the Authorised Share Capital of face value of Rs.10/- (Rupees Ten Only) each, fully paid up, existing on the Record Date, shall stand sub-divided/split as follows:



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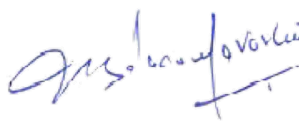




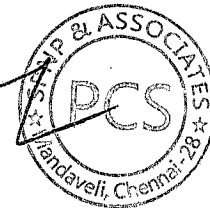
Type of Capital	Pre-sub-division/split			Post-sub-division/split		
	No. of shares	Face value (in Rs.)	Total Share Capital (in Rs.)	No. of shares	Face value (in Rs.)	Total Share Capital (in Rs.)
Authorised Share Capital						
Equity Shares	2,975,500,000	10/-	29,755,000,000/-	14,877,500,000	2/-	29,755,000,000/-
Preference Shares	129,000,000	100/-	12,900,000,000/-	129,000,000	100/-	12,900,000,000/-
Total	3,104,500,000		42,655,000,000/-	15,006,500,000		42,655,000,000/-

RESOLVED FURTHER THAT upon sub-division /split of equity shares as aforesaid and with effect from the Record Date:

a) for the equity shares held in physical form, the existing share certificate(s) in relation to the existing equity shares of face value of Rs.10/- each, fully paid up, shall be deemed to have been automatically cancelled and be of no effect and that the Board/Company's Registrar and Share Transfer Agents ("RTA"), without requiring the Members to surrender their existing share certificate(s), shall issue new share certificate(s)/letter of confirmation(s) in lieu of existing share certificate(s) in compliance with the prevailing laws/guidelines in this regard; and

b) for the equity shares held in dematerialized form, the sub-divided/split equity shares shall be credited proportionately into the respective beneficiary demat account(s) of the Members held with their Depository Participant(s), in lieu of the existing credits present in their respective beneficiary demat account(s).

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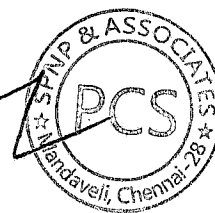
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RESOLVED FURTHER THAT the sub-division/ split of equity shares shall be subject to the terms and conditions contained in Memorandum of Association and Articles of Association of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorised to make appropriate adjustments to the existing employee share based benefit schemes consequent to sub-division/split of equity shares of the Company.

RESOLVED FURTHER THAT for the purpose of giving effect to the aforesaid resolution, the Board be and is hereby authorised to do all such acts, deeds, matters and things including to fix and announce the Record Date, to make appropriate adjustments on account of sub-division/ split of equity shares, to accept and make any alteration(s), modification(s) to terms and to give such directions as they may in their absolute discretion deem necessary, proper or desirable, to apply for requisite approvals, to settle any questions, doubts or difficulties that may arise with regard to the sub-division/ split of the equity shares as aforesaid and to carry out/ execute all matters in connection therewith and incidental thereto in order to give full effect to this resolution including execution and filing of all the relevant documents with the Registrar of Companies, Stock Exchanges, Depositories and other appropriate authorities in due compliance of the applicable rules and regulations, without seeking any further approval/ consent of the Members of the Company to the end and intent that they shall be deemed to have given their approval thereto and for matters connected therewith or incidental thereto expressly by the authority of this resolution.”



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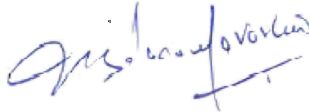

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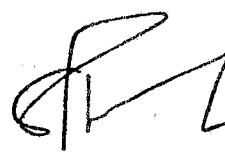
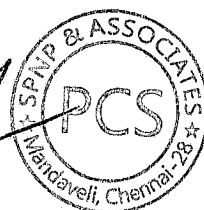
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Details	No. of Shareholders	No. of votes	Percentage (%)
Total Postal Ballot Forms Received by:			
Electronic Mode	2115	324820397	100%
Physical Mode	NA	NA	NA
Less: Invalid Postal Ballot forms	NA	NA	NA
NET VALID POSTAL BALLOT IN PHYSICAL & ELECTRONIC MODE	2115	324820397	100%
Postal Ballot forms with "ASSENT" as ORDINARY RESOLUTION			
In Electronic Mode	2091	324817587	99.99%
In Physical Mode	NIL	NIL	NIL
Total Postal Ballot with "ASSENT" in Physical & Electronic Mode	2091	324817587	99.99%
Postal Ballot Forms with "DISSENT" as ORDINARY RESOLUTION			
In Electronic Mode	24	2810	0.01%
In Physical Mode	NIL	NIL	NIL
Total Postal Ballot with "DISSENT" in Physical & Electronic Mode	24	2810	0.01%

RESULT: Total votes for Item No. 2 polled **FOR ORDINARY RESOLUTION** is 99.99 % and the total votes polled **AGAINST ORDINARY RESOLUTION** is 0.01 %.

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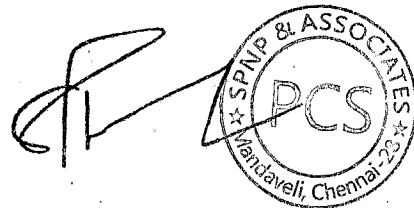
ORDINARY RESOLUTION ITEM NO. 3:

ALTERATION OF CAPITAL CLAUSE (CLAUSE V) OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY

“**RESOLVED THAT** pursuant to the provisions of Sections 13, 61 and other applicable provisions, if any, of the Companies Act, 2013 read with relevant rules framed thereunder (“the Act”) (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Articles of Association of the Company and on recommendation of the Board of Directors of the Company, the consent of Members of the Company be and is hereby accorded to delete the existing Capital Clause (Clause V) of the Memorandum of Association of the Company in entirety and substitute the same with the following new Clause V:

V. The Authorised Share Capital of the Company is Rs.42,655,000,000/- (Rupees Four Thousand Two Hundred and Sixty Five Crores Fifty Lakhs only) consisting of 14,877,500,000 (One Thousand Four Hundred and Eighty Seven Crores Seventy Five Lakhs) Equity Shares of Rs.2/- (Rupees Two Only) each and 129,000,000 (Twelve Crores and Ninety Lakhs) Preference Shares of Rs. 100/- (Rupees One hundred only) each.

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as “**the Board**”, which expression shall be deemed to include any existing committee duly constituted or to be constituted by the Board) be and is hereby authorised to do all such acts, deeds, matters and things including delegating powers to any person(s) as they may in their absolute discretion deem necessary or expedient in respect of matters and things incidental or related thereto and to settle any question or doubt, to give effect to the aforesaid resolution.”



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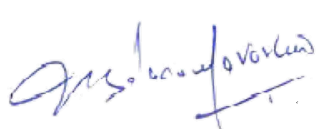

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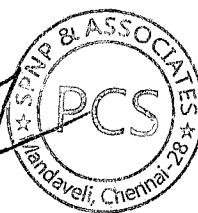
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Details	No. of Shareholders	No. of votes	Percentage (%)
Total Postal Ballot Forms Received by:			
Electronic Mode	2107	324820179	100%
Physical Mode	NA	NA	NA
Less: Invalid Postal Ballot forms	NA	NA	NA
NET VALID POSTAL BALLOT IN PHYSICAL & ELECTRONIC MODE	2107	324820179	100%
Postal Ballot forms with "ASSENT" as ORDINARY RESOLUTION			
In Electronic Mode	2079	324818951	99.99%
In Physical Mode	NIL	NIL	NIL
Total Postal Ballot with "ASSENT" in Physical & Electronic Mode	2079	324818951	99.99%
Postal Ballot Forms with "DISSENT" as ORDINARY RESOLUTION			
In Electronic Mode	28	1228	0.01%
In Physical Mode	NIL	NIL	NIL
Total Postal Ballot with "DISSENT" in Physical & Electronic Mode	28	1228	0.01%

RESULT: Total votes for Item No. 3 polled **FOR** ORDINARY RESOLUTION is 99.99 % and the total votes polled **AGAINST** ORDINARY RESOLUTION is 0.01 %.

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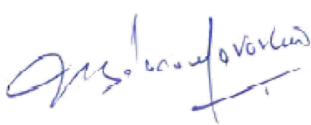


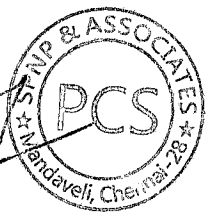


RESULT OF THE REMOTE E-VOTING:

The Special Resolution set out at Item No. 1 in the Notice of the Postal Ballot requires that the votes cast in favour of the resolution shall not be less than three times the number of votes, if any, cast against the resolution by Members so entitled and voting.

The Ordinary Resolutions set out at Item Nos. 2 & 3 in the Notice of the Postal Ballot require that the votes cast in favour of the resolutions shall be simple majority than the votes cast against the resolutions by the Members so entitled and voting.

I report that the said Resolutions have been passed by the shareholders with requisite majority on the last date of e-voting i.e. Friday, December 20, 2024.

<p>Counter signed by For Shriram Finance Limited</p>   <p>U Balasundararao Company Secretary & Compliance Officer (Authorised by Chairman)</p> <p>Date: December 20, 2024 Place: Mumbai</p>	<p>For SPNP & Associates</p>   <p>P. Sriram Practising Company Secretary Membership No: FCS 4862 Certificate of Practice No: 3310 Peer Review No.: 1913/2022 UDIN: F004862F003448918</p> <p>Date: December 20, 2024 Place: Chennai</p>
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