

Stocks and Securities

Aditya Birla Money Ltd.



**ADITYA BIRLA
CAPITAL**

PROTECTING INVESTING FINANCING ADVISING

Ref: SECTL/2018 – 36

July 07, 2018

BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
MUMBAI – 400 001

Fax # 022-22723121/ 22722037
22722041/ 22723719
22722039/ 22722061

National Stock Exchange of India Limited,
Exchange Plaza, 5th Floor,
Plot No. C/1, G-Block,
Bandra-Kurla Complex, Bandra (East)
MUMBAI – 400 051

Fax # 022-26598237/38

Dear Sirs,

Sub: Disclosure of Voting Results of the 22nd Annual General Meeting of the Company held on July 06, 2018 pursuant to Regulation 44 of the SEBI (LODR) Regulations, 2015.

Scrip Code: BSE – 532974; NSE – BIRLA MONEY

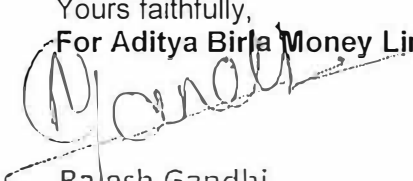
The 22nd Annual General Meeting (AGM) of the Company was held on Friday, 06th July, 2018 at 10.00 A.M. at the Registered Office of the Company at Indian Rayon Compound, Veraval – 362266, Gujarat.

As per Regulation 44 of the SEBI (LODR) Regulations, 2015, the details regarding the voting results of the business transacted at the AGM are enclosed along with Scrutinizer's Report dated 06th July, 2018.

This is for your information and record.

Thanking you,

Yours faithfully,
For Aditya Birla Money Limited


Rajesh Gandhi
Company Secretary



Aditya Birla Money Ltd.

Ali Centre, No. 53, Greams Road, Chennai - 600 006

+91 44 4949 0000 | (F) +91 44 2829 0835

care.stocksandsecurities@adityabirlacapital.com | www.stocksandsecurities.adityabirlacapital.com

Registered Office:

Indian Rayon Compound, Veraval,

Gujarat -362 266

CIN: L65993GJ1995PLC064810

Details of Voting Results

22nd Annual General Meeting of Aditya Birla Money Limited held on July 06, 2018

| | | |
|--|---------------|----------|
| Date of the AGM | July 06, 2018 | |
| Total No. of Shareholders on record date : (29 th June, 2018 – cut-off date for e-voting and Ballot Voting at AGM) | 28,094 | |
| No. of Shareholders present in the AGM either in person or through proxy: | | |
| | In Person | In Proxy |
| - Promoter and Promoter Group | 1 | 0 |
| - Public | 31 | 0 |
| No. of Shareholders attended the meeting through Video Conferencing: | | |
| - Promoter and Promoter Group | | Nil |
| - Public | | Nil |



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CIN: L65993GJ1995PLC064810



ADITYA BIRLA
CAPITAL

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Resolution No. 1:

To consider and adopt :

- the audited Financial Statement of the company for the financial year ended March 31, 2018, together with the Report of the Board and the Auditors thereon; and
- the audited Consolidated Financial Statement of the Company for the financial year ended March 31, 2018, together with the Report of 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 | 1,46,76,631 | 38,956 | 0.27 | 38,956 | - | 100 | - |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot (if applicable) | | - | - | - | - | - | - |
| Total | | 5,62,26,631 | 4,15,88,956 | 73.97 | 4,15,88,956 | - | 100 | - |



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Resolution No. 2:

To appoint a Director in place of Mr. Gopi Krishna Tulsian (DIN - 00017786) who retires from office by rotation and being eligible, offers herself for re-appointment :

| | |
|--|---------------------|
| 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 | 1,46,76,631 | 38,956 | 0.27 | 38,956 | - | 100 | - |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot (if applicable) | | - | - | - | - | - | - |
| Total | | 5,62,26,631 | 4,15,88,956 | 73.97 | 4,15,88,956 | - | 100 | - |



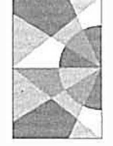
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Resolution No. 3:

To ratify the appointment of M/s. S.R. Batliboi & Co. LLP (ICAI Firm registration No.301003E / E3000005) to act as Statutory Auditors and to fix their remuneration.

| | |
|---|---------------------|
| 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 | 1,46,76,631 | 38,956 | 0.27 | 38,956 | - | 100 | - |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot (if applicable) | | - | - | - | - | - | - |
| Total | | 5,62,26,631 | 4,15,88,956 | 73.97 | 4,15,88,956 | - | 100 | - |



Resolution No. 4:

To consider limits for the Loan, Guarantees, Investments by the Company as per Section 186 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 | 1,46,76,631 | 38,956 | 0.27 | 38,956 | - | 100 | - |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot (if applicable) | | - | - | - | - | - | - |
| Total | | 5,62,26,631 | 4,15,88,956 | 73.97 | 4,15,88,956 | - | 100 | - |



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 CIN: L65993GJ1995PLC064810

Resolution No. 5:

To Alter the Clause III (A) (2) 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 | 1,46,76,631 | 38,956 | 0.27 | 38,956 | - | 100 | - |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot (if applicable) | | - | - | - | - | - | - |
| Total | | 5,62,26,631 | 4,15,88,956 | 73.97 | 4,15,88,956 | - | 100 | - |



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Resolution No. 6:

To approve the Material Related Party transactions with Aditya Birla Finance Limited :

| | |
|--|---------------------|
| Resolution Required | Ordinary Resolution |
| Whether Promoter and Promoter Group are interested in the Resolution | Yes |

| 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 | - | - | - | - | - | - |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot (if applicable) | | - | - | - | - | - | - |
| Public – Institutional holders | e-Voting | - | - | - | - | - | - | - |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot (if applicable) | | - | - | - | - | - | - |
| Public - Others | e-Voting | 1,46,76,631 | 38,936 | 0.27 | 38,936 | - | 100 | - |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot (if applicable) | | - | - | - | - | - | - |
| Total | | 5,62,26,631 | 38,936 | 0.07 | 38,936 | - | 100 | - |



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 CIN: L65993GJ1995PLC064810



B.CHANDRA
PRACTISING COMPANY SECRETARY

AG 3 RAGAMALIKA,
No.26, Kumaran Colony Main Road,
Vadapalani,
Chennai – 600026
GST NO 33AACPC5248E1ZA

E-mail: bchandraandassociates@gmail.com
bchandracosecy@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 : 06th July, 2018

To

The Chairman,

of the Annual General Meeting of the Equity Shareholders of M/s. ADITYA BIRLA MONEY LIMITED, held on 6th July, 2018, at the Registered Office of the Company at Indian Rayon Compound, Veraval - 362 266, Gujarat.

Subject : Ordinary & 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,

I, B Chandra, Practicing Company Secretary, having my office at AG3, Ragamalika No.26 Kumaran Colony Main Road, Vadapalani, Chennai 600 026 appointed as Scrutinizer as per the Board resolution dated April 26, 2018, for the purpose of remote e-voting and through ballot, at the Annual General Meeting of the Equity Shareholders of M/s. ADITYA BIRLA MONEY LIMITED, held on Friday 06th July, 2018 at 10.00 A.M. at the Registered Office of the Company at Indian Rayon Compound, Veraval - 362 266, Gujarat, 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 dispatched to all the members of the Company through electronic means (wherever e-mail ids were available) on the June 14, 2018 and to the other shareholders by Courier and Registered Post on the June 13, 2018 and subsequently, the Notice was also placed on the website |
|----|---|

B Chandra



| | |
|----|--|
| | 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 15 th June, 2018 and a Vernacular newspaper "Jai Hind" on the same date. |
| c. | The remote e-voting period commenced on 03 rd July, 2018 at 09:00 A.M. till 05 th July, 2018, 05:00 P.M. |
| d. | Accordingly, the electronic votes cast were taken into account and at the end of the voting period, on 05 th July, 2018 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 the 06 th day of July, 2018. |
| 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. |

At the Annual general meeting held at the scheduled time, date and venue, the Chairman announced a poll through ballot taking into account the provisions of law as well as the Companies (Management & Administration) Rules, 2014 as amended till date by the Ministry of Corporate Affairs dated 23-09-2016.

All the shareholders present confirmed that they have exercised their voting through remote e-voting. Since all the shareholders present at the meeting had already cast their vote through remote e-voting, there was no voting through poll done at the meeting.

The resolutions for which this Annual General Meeting of the shareholders was held were as follows:

| S.No | Resolutions | Nature of Resolution |
|------|--|----------------------|
| 1 | To consider and adopt a) the audited Financial Statement of the Company for the financial year ended March 31, 2018, together with the Report of the Board and the Auditors thereon; and b) the audited Consolidated Financial Statement of the Company for the financial year ended March 31, 2018, together with the Report of the Auditors thereon. | Ordinary |
| 2 | To appoint a Director in place of Mr. Gopi Krishna Tulsian (DIN-00017786) who retires from office by rotation and being eligible, offers herself for re-appointment. | Ordinary |

B. G. ...



| | | |
|---|--|----------|
| 3 | To ratify the appointment of M/s, S.R. Batliboi & Co. LLP (ICAI Firm Registration No.301003E/E3000005) to acts as Statutory Auditors and to fix their remuneration | Ordinary |
| 4 | To consider Limits for the Loan Guarantees Investments by the Company as per Section 186 of the Companies Act, 2013 | Special |
| 5 | To Alter the Clause III (A) (2) of Memorandum of Association of the Company | Special |
| 6 | To approve the Material Related Party Transactions with Aditya Birla Finance Limited | Ordinary |

On the conclusion of the Annual General Meeting, 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 results of the remote e-voting by electronic means (no voting was required through ballot as the all the shareholders present had exercised voting through remote e-voting) are as follows. 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

| Resolution S. No | No. of Votes Cast in favour | No of Votes Cast Against | Total - Valid Votes | Assent % | Dissent % | Passed/Not Passed |
|------------------|-----------------------------|--------------------------|---------------------|----------|-----------|-------------------------------|
| 1 | 41588956 | Nil | 41588956 | 100 | Nil | Passed as Ordinary resolution |
| 2 | 41588956 | Nil | 41588956 | 100 | Nil | Passed as Ordinary resolution |
| 3 | 41588956 | Nil | 41588956 | 100 | Nil | Passed as Ordinary resolution |
| 4 | 41588956 | Nil | 41588956 | 100 | Nil | Passed as Special resolution |

B. Chandra



| Resolution S. No | No. of Votes Cast in favour | No of Votes Cast Against | Total - Valid Votes | Assent % | Dissent % | Passed/Not Passed |
|------------------|-----------------------------|--------------------------|---------------------|----------|-----------|-------------------------------|
| 5 | 41588956 | Nil | 41588956 | 100 | Nil | Passed as Special resolution |
| 6 | 38936 | Nil | 38936 | 100 | Nil | Passed as Ordinary resolution |

Since the requisite no. of votes cast in favour exceeded the no. of votes cast against in respect of Resolutions in S.No.1, 2, 3 and 6 and the no. of votes cast in favour were not less than three times the votes cast against in respect of Resolutions S.No.4 and 5, I hereby report that the above resolutions were passed as ordinary resolutions and special resolutions respectively.

The data sheet relating to remote e-voting and other related papers/registers, 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,



B CHANDRA

Company Secretary in Practice

CP No 7859

