

August 13, 2020

The Manager Listing Department National Stock Exchange of India Ltd Exchange Plaza, 5th Floor Plot No.C-1, Block G Bandra-Kurla Complex Bandra (E) Mumbai 400 051 The Secretary BSE Limited, 25th Floor, Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai 400 001

Symbol : CHOLAHLDNG

Scrip Code : 504973

Dear Sir/Madam,

Sub: Proceedings of 71st Annual General Meeting (AGM) and Voting Results

We wish to inform you that the 71st AGM of the Company was held yesterday at 3.30 pm and the businesses stated in the notice dated June 15, 2020 were transacted.

In this regard, we enclose the following:

1. Summary of proceedings of the AGM in terms of regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;

2. Voting Results under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; and

3. Scrutiniser's Report dated August 13, 2020 pursuant to Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014.

Kindly take the above on record.

Thanking you,

Yours faithfully, For **Cholamandalam Financial Holdings Limited** (Formerly, TI Financial Holdings Limited)

E Krithika Company Secretary

Encl : As above

Cholamandalam Financial Holdings Limited

(Formerly known as TI Financial Holdings Limited) Dare House, 234, N.S.C Bose Road, Chennai - 600 001, India Tel: 91.44.4217 7770-5 Fax: 91.44.42110404 Website: www.cholafhl.com CIN -L65100TN1949PLC002905





CHOLAMANDALAM FINANCIAL HOLDINGS LIMITED

SUMMARY OF PROCEEDINGS OF THE 71ST ANNUAL GENERAL MEETING

The 71st Annual General Meeting (AGM) of the members of the Company was held on Wednesday, the 12th August, 2020 at 3.30 P.M. through Video Conference (VC), as per the provisions of the Companies Act 2013, the Rules thereunder, the Secretarial Standards, and also in line with the circulars of the Ministry of Corporate Affairs and SEBI issued in the light of the COVID- 19 pandemic.

Mr. M M Murugappan, chaired the meeting. He placed on record his deep appreciation to all health care professionals and front-line workforces who have been lending their support to fight the on-going pandemic.

The requisite quorum being present, the Chairman called the meeting to order. He introduced Mr. Ashok Kumar Barat, Mr. Ramaratnam, Ms. Vasudha Sundararaman and Mr. Ravichandran, the Directors of the Company who participated in the meeting through VC from their respective locations and Mr. Sridharan Rangarajan, Non-Executive Director, Ms. E Krithika, Company Secretary, Mr. N Ganesh, Chief Financial Officer and Mr. Venugopalan, Chief Financial Officer of the subsidiary, Cholamandalam MS General Insurance Company, who were present along with him at the Registered office of the Company. He also mentioned that Mr. Aravind Krishnan, Partner, Statutory auditors and Ms. Srinidhi Sridharan, secretarial auditor are also attending the meeting on VC.

The Chairman informed that due to COVID-19 pandemic the Ministry of Corporate affairs and the Securities and Exchange Board of India have allowed companies to send the notice of the AGM along with annual report to shareholders electronically for the financial year 2020 and to hold the AGM through video conference. Accordingly, the notice and annual report for FY 19-20 had been sent only through electronic mode to all those shareholders whose email addresses are registered with the Registrar & Transfer Agents or Depository Participants. The Chairman also mentioned that the Company had also issued an advertisement informing shareholders to register their e-mail addresses to enable the Company to send these documents electronically to them.

Further, the Chairman informed that the members seeking to inspect the Register of Directors, Key Managerial Personnel and Directors' shareholding and the Register of Contracts or Arrangements in which the Directors are interested is available for inspection and may contact the Company Secretary or send an email to investorservices@cfhl.murugappa.com.

The Chairman informed that the Company had provided e-voting facility through the e-voting platform of M/s. KFin Technologies Private Ltd ("KFin") to all shareholders of the Company as on the cut-off date i.e., August 5, 2020. He further apprised the members on the e-voting process and informed that e-voting facility had been provided during the meeting to those shareholders who had not already exercised their vote through remote e-voting platform.

Cholamandalam Financial Holdings Limited (Formerly known as TI Financial Holdings Limited) Dare House, 234, N.S.C Bose Road, Chennai - 600 001, India Tel: 91.44.4217 7770-5 Fax: 91.44.42110404 Website: www.cholafhl.com CIN -L65100TN1949PLC002905





The Board of Directors of the Company had appointed Mr. R Sridharan of M/s R Sridharan & Associates, Practicing Company Secretary as the scrutinizer for conducting the electronic voting in a transparent manner.

The notice of the meeting was taken as read with the permission of members since it was already circulated to them. Members were informed that the auditors' report on the financial statements of the Company did not have any qualifications or observations or comments on matters having adverse effect on the functioning of the Company. Accordingly, the auditors' report was not required to be read out at the meeting.

The Chairman then delivered his address covering macro-economic environment, performance of the Company and its major investee companies during FY 19-20 and announced the results of the Company during the quarter ended June 30, 2020 which was considered and approved by the Board at its meeting held earlier during the day.

The following items of business, as per the notice of AGM dated June 15, 2020 were transacted at the meeting:

- 1. Adoption of financial statements including consolidated financial statements, together with the board's report and auditor's report thereon for the financial year ended March 31, 2020;
- 2. Confirmation of the interim dividend paid on equity shares for the financial year 2019-20;
- 3. Re-appointment of Mr. Sridharan Rangarajan, as a director liable to retire by rotation;
- 4. Re-appointment of M/s. S.R. Batliboi & Associates LLP, Chartered Accountants, as Statutory Auditors of the company;
- 5. Appointment of Ms. Vasudha Sundararaman as an Independent Director of the company;
- 6. Re-appointment of Mr. N Ganesh as Manager of the Company.

The Chairman then invited queries from members who had registered themselves as 'Speakers' for the AGM. The questions were tabulated along with the queries registered by members during the meeting and the Chairman answered the queries and provided necessary clarifications. The queries / clarifications primarily related to COVID-19 impact on the Company and its investee companies, future investment plan in the subsidiary companies, industry concentration in investee companies, business outlook etc.,

After answering the queries of shareholders, Chairman informed that the voting results along with the scrutiniser's report will be placed on the website of the Company, <u>www.cholafhl.com</u> and on the website of KFin Technologies Private Limited and will be communicated to the stock exchanges.

There being no other agenda, the Chairman called the meeting to a close at 4.58 pm.

For Cholamandalam Financial Holdings Limited

murugappa

E Krithika Company Secretary

Cholamandalam Financial Holdings Limited (Formerly known as TI Financial Holdings Limited) Dare House, 234, N.S.C Bose Road, Chennai - 600 001, India Tel: 91.44.4217 7770-5 Fax: 91.44.42110404 Website: www.cholafhl.com CIN -L65100TN1949PLC002905

	CHOLAMANDALAM FINANCIAL HOLDINGS LIMITED
Date of the AGM/EGM	12-08-2020
Total number of shareholders on record date	22380
No. of shareholders present in the meeting either in person or	
through proxy:	
Promoters and Promoter Group:	Not appliable
Public:	Not appliable
No. of Shareholders attended the meeting through Video	
Promoters and Promoter Group:	50
Public:	35

Resolution No.	1								
	ORDINARY - Ado	otion of financial sta	atements including	consolidated finance	cial statements toge	ther with the boar	d's report and audi	tor's report thereo	n for the financial
Resolution required: (Ordinary/ Special)	year ended Marc								
Whether promoter/ promoter group are	,	- ,							
interested in the agenda/resolution?	No								
			% of Votes Polled			% of Votes in	% of Votes		
			on outstanding			favour on votes	against on votes		
		No. of votes	shares	No. of Votes – in	No. of Votes –	polled	polled		
Category	Mode of Voting	polled (2)	(3)=[(2)/(1)]* 100	favour (4)	against (5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
	E-Voting	9,01,31,279	98.4079	9,01,31,279	0	100.0000	0.0000	C	0
	Poll	1,000	0.0011	1,000	0	100.0000	0.0000	C	0
	Postal Ballot (if								
Promoter and Promoter Group	applicable)	0	0.0000	0	0	0.0000	0.0000	0	0
	Total	9,01,32,279	98.4090	9,01,32,279	0	100.0000	0.0000	C	0
	E-Voting	5,69,98,109	80.9775	5,69,98,109	0	100.0000	0.0000	C	61,004
	Poll	0	0.0000	0	0	0.0000	0.0000	C	0
	Postal Ballot (if								
Public- Institutions	applicable)	0	0.0000		0	0.0000			0
	Total	5,69,98,109		5,69,98,109		100.0000	0.0000	-	61004
	E-Voting	7,60,733				99.7029	0.2970	-	0
	Poll	29,903	0.1162	29,653	250	99.1639	0.8360	0	0
	Postal Ballot (if								
Public- Non Institutions	applicable)	0	0.0000		0	0.0000			0
	Total	7,90,636		,, -		99.6825	0.3175	-	0
	Total	14,79,21,024	78.8004	14,79,18,514	2,510	99.9983	0.0017	0	61004

Development and									
Resolution No.	2								
Resolution required: (Ordinary/ Special)	ORDINARY - Conf	firmation of interim	dividend paid on e	quity shares for the	financial year 2019	-20.			
Whether promoter/ promoter group are									
interested in the agenda/resolution?	No								
			% of Votes Polled				% of Votes		
			on outstanding			favour on votes	against on votes		
		No. of votes	shares		No. of Votes –	polled	polled		
Category	Mode of Voting	polled (2)		favour (4)	against (5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
	E-Voting	9,01,31,279	98.4079	9,01,31,279		100.0000	0.0000	(
	Poll	1,000	0.0011	1,000	0	100.0000	0.0000	() (
	Postal Ballot (if				_				
Promoter and Promoter Group	applicable)	0	0.0000		0	0.0000	0.0000	(
	Total	9,01,32,279	98.4090	9,01,32,279	0	100.0000 100.0000	0.0000		
	E-Voting Poll	5,70,51,607	81.0535	5,70,51,607	-		0.0000	(,
	Postal Ballot (if	0	0.0000	0	0	0.0000	0.0000		, (
Public- Institutions	applicable)		0.0000	0	0	0.0000	0.0000		
	Total	5,70,51,607	81.0535	5,70,51,607	0	100.0000	0.0000		
	E-Voting	7,60,733	2.9556	7,60,733	0	100.0000	0.0000		
	Poll	29,903	0.1162	29,653	250	99.1639	0.8360	(-
	Postal Ballot (if	25,500	011102	23,033	250	5512005	0.0000		
Public- Non Institutions	applicable)	0	0.0000	0	0	0.0000	0.0000	() (
	Total	7,90,636	3.0718		250	99.9684	0.0316	() C
	Total	14,79,74,522	78.8289	14,79,74,272	250	99.9998	0.0002	(7506
Resolution No.	3								
Resolution required: (Ordinary/ Special)	ORDINARY - Re-a	ppointment of Mr.	Sridharan Rangara	an, director retiring	g by rotation.				
Whether promoter/ promoter group are									
interested in the agenda/resolution?	No								
			% of Votes Polled			% of Votes in	% of Votes		
			on outstanding			favour on votes	against on votes		
		No. of votes	shares	No. of Votes – in	No. of Votes –	polled	polled		
Category	Mode of Voting	polled (2)	(3)=[(2)/(1)]* 100	favour (4)	against (5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
	E-Voting	9,01,31,279	98.4079	8,86,09,759		98.3118	1.6881	(
	Poll	1,000	0.0011	1,000	0	100.0000	0.0000	() (
								1	1
Promoter and Promoter Group	Postal Ballot (if	-		_	_	0.00			
	applicable)	0	0.0000		-	0.0000	0.0000	(
	applicable) Total	9,01,32,279	98.4090	8,86,10,759	15,21,520	98.3119	1.6881	() (
	applicable) Total E-Voting	9,01,32,279 5,51,81,955	98.4090 78.3973	8,86,10,759 5,50,46,112	15,21,520 1,35,843	98.3119 99.7538	1.6881 0.2461	() () 18,77,158
	applicable) Total E-Voting Poll	9,01,32,279	98.4090	8,86,10,759	15,21,520 1,35,843	98.3119	1.6881	() (18,77,158
	applicable) Total E-Voting Poll Postal Ballot (if	9,01,32,279 5,51,81,955	98.4090 78.3973 0.0000	8,86,10,759 5,50,46,112	15,21,520 1,35,843 0	98.3119 99.7538 0.0000	1.6881 0.2461 0.0000) ()) 18,77,158) ()
Public- Institutions	applicable) Total E-Voting Poll Postal Ballot (if applicable)	9,01,32,279 5,51,81,955 0	98.4090 78.3973 0.0000 0.0000	8,86,10,759 5,50,46,112 0	15,21,520 1,35,843 0 0	98.3119 99.7538 0.0000 0.0000	1.6881 0.2461 0.0000 0.0000) ()) 18,77,158) ()) ()
	applicable) Total E-Voting Poll Postal Ballot (if applicable) Total	9,01,32,279 5,51,81,955 0 0 5,51,81,955	98.4090 78.3973 0.0000 0.0000 78.3973	8,86,10,759 5,50,46,112 0 0 5,50,46,112	15,21,520 1,35,843 0 0 1,35,843	98.3119 99.7538 0.0000 0.0000 99.7538	1.6881 0.2461 0.0000 0.0000 0.2462) ()) 18,77,158) ()) ()) ()) ()) ()) ()) ()) ()
	applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting	9,01,32,279 5,51,81,955 0 0 5,51,81,955 7,60,733	98.4090 78.3973 0.0000 0.0000 78.3973 2.9556	8,86,10,759 5,50,46,112 0 0 5,50,46,112 7,58,473	15,21,520 1,35,843 0 0 1,35,843 2,260	98.3119 99.7538 0.0000 0.0000 99.7538 99.7029	1.6881 0.2461 0.0000 0.0000 0.2462 0.2970) ()) 18,77,158) ()) ()) ()) ()) ()) ()) ()) ()) ()) ()) ()) ()) ()
	applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll	9,01,32,279 5,51,81,955 0 0 5,51,81,955	98.4090 78.3973 0.0000 0.0000 78.3973	8,86,10,759 5,50,46,112 0 0 5,50,46,112	15,21,520 1,35,843 0 0 1,35,843	98.3119 99.7538 0.0000 0.0000 99.7538	1.6881 0.2461 0.0000 0.0000 0.2462) ()) 18,77,158) ()) ()) ()) ()) ()) ()) ()) ()) ()) ()) ()) ()) ()
Public- Institutions	applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if	9,01,32,279 5,51,81,955 0 0 5,51,81,955 7,60,733	98.4090 78.3973 0.0000 0.0000 78.3973 2.9556 0.1162	8,86,10,759 5,50,46,112 0 0 5,50,46,112 7,58,473 29,653	15,21,520 1,35,843 0 1,35,843 2,250 250	98.3119 99.7538 0.0000 0.0000 99.7538 99.7029 99.1639	1.6881 0.2461 0.0000 0.0000 0.2462 0.2970 0.8360) ()) 18,77,158) ()) ()) ()) ()) ()) ()) ()) ()) ()) ()
	applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll	9,01,32,279 5,51,81,955 0 0 5,51,81,955 7,60,733	98.4090 78.3973 0.0000 0.0000 78.3973 2.9556	8,86,10,759 5,50,46,112 0 0 5,50,46,112 7,58,473 29,653	15,21,520 1,35,843 0 1,35,843 2,260 250 0	98.3119 99.7538 0.0000 0.0000 99.7538 99.7029	1.6881 0.2461 0.0000 0.0000 0.2462 0.2970) ()) 18,77,158) ()) ()) ()) ()) ()) ()) ()) ()) ()) ()

Resolution No.	4								
Resolution required: (Ordinary/ Special)	ORDINARY - Re-a	ppointment of Ms.	S.R. Batliboi Assoc	iates LLP, Chartere	d Accountants. as Si	tatutory Auditors o	f the company.		
Whether promoter/ promoter group are						,, ,			
interested in the agenda/resolution?	No								
_									
			% of Votes Polled			% of Votes in	% of Votes		
			on outstanding			favour on votes	against on votes		
		No. of votes	shares	No. of Votes – in	No. of Votes –	polled	polled		
Category	Mode of Voting	polled (2)	(3)=[(2)/(1)]* 100	favour (4)	against (5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
	E-Voting	9,01,31,279	98.4079	9,01,31,279	0	100.0000	0.0000) () (
	Poll	1,000	0.0011	1,000	0	100.0000	0.0000) (0 (
	Postal Ballot (if								
Promoter and Promoter Group	applicable)	0	0.0000	0	0	0.0000	0.0000) (0 0
	Total	9,01,32,279	98.4090	9,01,32,279	0	100.0000	0.0000) (0 (
	E-Voting	5,70,51,607	81.0535	5,70,51,607	0	100.0000	0.0000) (7,506
	Poll	0	0.0000	0	0	0.0000	0.0000) (0 (
	Postal Ballot (if								
Public- Institutions	applicable)	0	0.0000	0	0	0.0000	0.0000) (0 (
	Total	5,70,51,607	81.0535	5,70,51,607	0	100.0000	0.0000) (750
	E-Voting	7,60,733	2.9556	7,58,473	2,260	99.7029	0.2970) () (
	Poll	29,903	0.1162	29,653	250	99.1639	0.8360) (
	Postal Ballot (if								
Public- Non Institutions	applicable)	0	0.0000	0	0	0.0000	0.0000) () (
	Total	7,90,636	3.0718	7,88,126	2,510	99.6825	0.3175	(0
	Total	14,79,74,522	78.8289	14,79,72,012	2,510	99.9983	0.0017	· (750

Resolution No.	5								
Resolution required: (Ordinary/ Special)	ORDINARY - App	pintment of Ms. Va	sudha Sundararama	an as an Independe	nt Director of the c	ompany.			
Whether promoter/ promoter group are interested in the agenda/resolution?	No								
			% of Votes Polled			% of Votes in	% of Votes		
			on outstanding			favour on votes	against on votes		
		No. of votes	shares	No. of Votes – in		polled	polled		
Category	Mode of Voting		(3)=[(2)/(1)]* 100			(6)=[(4)/(2)]*100			Votes Abstained
	E-Voting	9,01,31,279		9,01,31,279	0	100.0000			0 0
	Poll	1,000	0.0011	1,000	0	100.0000	0.0000	(0 0
	Postal Ballot (if								
Promoter and Promoter Group	applicable)	0	0.0000	0	0	0.0000	0.0000	0 (0 0
	Total	9,01,32,279	98.4090	9,01,32,279	0	100.0000	0.0000) (0 0
	E-Voting	5,51,81,955	78.3973	5,51,81,955	0	100.0000	0.0000) (18,77,158
	Poll	0	0.0000	0	0	0.0000	0.0000) (0 0
	Postal Ballot (if								
Public- Institutions	applicable)	0	0.0000	0	0	0.0000	0.0000) (0 0
	Total	5,51,81,955	78.3973	5,51,81,955	0	100.0000	0.0000) (1877158
	E-Voting	7,60,733	2.9556	7,58,473	2,260	99.7029	0.2970	(0
	Poll	29,903	0.1162	29,653	250	99.1639	0.8360) (0
	Postal Ballot (if								
Public- Non Institutions	applicable)	0	0.0000	0	0	0.0000	0.0000	0	0
	Total	7,90,636	3.0718	7,88,126	2,510	99.6825	0.3175) 0
	Total	14,61,04,870	77.8329	14,61,02,360	2,510	99.9983	0.0017	. (1877158

Resolution No.	6								
Resolution required: (Ordinary/ Special)	ORDINARY - Re-a	ppointment of Mr.	N Ganesh as a Mar	ager of the compar	ιv.				
Whether promoter/ promoter group are					, 				
interested in the agenda/resolution?	No								
			% of Votes Polled			% of Votes in	% of Votes		
			on outstanding			favour on votes	against on votes		
		No. of votes	shares	No. of Votes – in	No. of Votes –	polled	polled		
Category	Mode of Voting	polled (2)	(3)=[(2)/(1)]* 100	favour (4)	against (5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
	E-Voting	9,01,31,279	98.4079	8,86,09,759	15,21,520	98.3118	1.6881	C	0
	Poll	1,000	0.0011	1,000	0	100.0000	0.0000	C	0
	Postal Ballot (if								
Promoter and Promoter Group	applicable)	0	0.0000	0	0	0.0000	0.0000	0	0
	Total	9,01,32,279	98.4090	8,86,10,759	15,21,520	98.3119	1.6881	0	0
	E-Voting	5,70,51,607	81.0535	5,70,51,607	0	100.0000	0.0000	0	7,506
	Poll	0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if								
Public- Institutions	applicable)	0	0.0000	0	0	0.0000	0.0000	C	0
	Total	5,70,51,607	81.0535	5,70,51,607	0	100.0000	0.0000	C	7506
	E-Voting	7,60,733	2.9556	7,58,473	2,260	99.7029	0.2970	0	0
	Poll	29,903	0.1162	29,653	250	99.1639	0.8360	C	0
	Postal Ballot (if								
Public- Non Institutions	applicable)	0	0.0000	0	0	0.0000		C	0
	Total	7,90,636		7,88,126				C	0
	Total	14,79,74,522	78.8289	14,64,50,492	15,24,030	98.9701	1.0299	C	7506

R.Sridharan & Associates Company Secretaries

New No. 5, (Old No.12), Sivasailam Street T.Nagar, Chennai - 600 017. Phone : 42166988, 42555587 email : sridharan.r@aryes.in web :www.aryes.in

Consolidated Scrutinizer's Report

13th August, 2020

The Chairman **Cholamandalam Financial Holdings Limited** (Formerly TI Financial Holdings Limited) "Dare House", No. 234, N.S.C. Bose Road, Parrys, Chennai - 600 001.

Ref: 71st Annual General Meeting (AGM) of the Members of the Cholamandalam Financial Holdings Limited held on 12th August, 2020 at 3:30 P.M. I.S.T through Video Conferencing ("VC").

Dear Sir,

We, R. Sridharan & Associates, Company Secretaries, have been appointed as the Scrutinizer by:

The Board of Directors of CHOLAMANDALAM FINANCIAL HOLDINGS LIMITED vide resolution dated 15th June, 2020, pursuant to the provisions of Sections 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and in compliance with framework issued by the Ministry of Corporate Affairs through its Circular No. 20/2020 dated May 05, 2020 read with Circular No. 14/2020 dated April, 08, 2020 and Circular no. 17/2020 dated April 13, 2020 to scrutinize the voting relating to the resolutions as set out in the notice of the AGM through remote e-voting process held between Saturday, 8th August, 2020 (9.00 A.M.) (IST) to Tuesday, 11th August, 2020 (5.00 P.M.) (IST) and through electronic voting system (e-voting) during the 71st Annual General Meeting (AGM) of the members of the Company, held on Wednesday 12th August, 2020 at 3:30 P.M. I.S.T through Video Conferencing ("VC").

We now submit our Consolidated Report as under:

71st AGM - CONSOLIDATED SCRUTINIZER'S REPORT - CHOLAMANDALAM FINANCI



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- 1. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder including MCA Circulars as mentioned above relating to voting through electronic means (by remote e-voting) and electronic voting (e-voting) at the AGM by the shareholders is the responsibility of the management.
- 2. The Company has availed remote e-voting system and electronic voting system at the AGM provided by KFin Technologies Private Limited (Formerly known as Karvy Fintech Private Limited) for enabling the members to cast their vote under the provisions of the said Sections and the Rules made thereunder.
- 3. After conclusion of the proceedings of the meeting, the shareholders present through VC exercised their votes through the e-voting facility provided by KFin Technologies Private Limited. As per the information given by the Company, the names of the shareholders who had voted by remote e-voting had been blocked and only those members who were present at the AGM through VC and who had not exercised their votes by remote e-voting were allowed to cast their votes through e-voting system during the AGM.
- 4. We have scrutinized and reviewed the remote e-voting system, electronic voting system after conclusion of the AGM. We had unblocked the list of members, who had voted through remote e-voting after 5.00 P.M. on 11th August, 2020. Further, we have unblocked the votes cast by the members through electronic voting system in the presence of two witnesses Mr. K Satheesh and Ms. Sonam Singhvi, who are not in the employment of the Company. The votes tendered therein in respect of the remote e-voting system and e-voting at the AGM are based on the data downloaded from the official website of KFin Technologies Private Limited.
- 5. Based on the data downloaded from the Official website of KFin Technologies Private Limited for the remote e-voting system and on the basis of the report furnished to us by them on the electronic voting system, we now submit our consolidated report (Remote e-voting, Electronic Voting System) as under:

71st AGM - CONSOLIDATED SCRUTINIZER'S REPORT - CHOLAMANDALAM FINA



Item No. 1 - Adoption of Audited Standalone and Consolidated Financial Statements together with Board's Report and Auditor's Report thereon for the financial year ended 31st March, 2020.

ORDINARY RESOLUTION

(i) Votes in **favour** of the resolution:

205		147887	861	13		3065	3	and E- voting 147918514	99.9983
E-Voting		E-Voting				voting		Remote E-Voting	
Remote		Remote		voting		through	E-	through	cast
voted	in	(Shares)	_	through	E-	(Shares)		votes cast	valid votes
Members		votes	cast	Members	voted	votes	cast	Number of	number of
Number	of	Number	of	Number	of	Number	of	Total	% of total

(ii) Votes against the resolution:

Number o Members	of			Number of Members voted	£	Total Number of	% of total number of
	n	(Shares)		through E-voting	(Shares)	votes cast	
Remote		Remote			through E-	88. · · · · · · · · · · · · · · · · · ·	cast
E- Voting		E-Voting			voting	Remote	
						E-Voting	
						and E-	
1		2260)	1	250	2510	0.0017

(iii) Invalid Votes:

E- Voting NIL		E- Voting NIL	NIL		N	IL	voting	NIL	
voted Remote	in	(Shares) Remote	through E-v			```	throug E- Vo	ting and	
Number members	of	Number votes	 Number Members	of voted		of votes (Shares)	Total votes		of ast

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 1 as set out in the Notice of the AGM is passed with requisite majority.

71st AGM - CONSOLIDATED SCRUTINIZER'S REPORT-CHOLAMANDALAM FINANO



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Item No. 2 – Confirmation of Interim Dividend paid on equity shares for the financial year 2019-20.

ORDINARY RESOLUTION

(i) Votes in **favour** of the resolution:

Number	of	Number	of	Number	of	Number	of	Total	% of total
Members		votes	cast	Members	voted	votes	cast	Number of	number of
voted	in	(Shares)	-	through	E-	(Shares)		votes cast	valid votes
Remote		Remote		voting		through	E-	through	cast
E-Voting		E-Voting		5		voting		Remote	
		J						E-Voting	
								and E-	
								voting	
207		147943	610	13		3065	2	147974272	99,9998
207		14/943	019	L.		3005	5	14/5/42/2	55.5550

(ii) Votes against the resolution:

Number of	f Number			300000 3 0	Number	88 XX	Total	_	% of tota
Members	votes ca	ist Merr	nbers v	voted	votes	cast	Number	of	number of
voted ir	(Shares)	– thro	ugh E-vo	oting	(Shares)		votes	cast	valid votes
Remote	Remote			1	through	E-	through		cast
E- Voting	E-Voting				voting		Remote		
9			1 . J.				E-Voting	3	
							and	E-	
							voting		
0	0		1		250		250)	0.0002

(iii) Invalid Votes:

Number members voted Remote E- Voting	of in	Number votes (Shares) Remote E- Voting	cast	Number Members through E-vo	voted	cast	of votes (Shares) E-voting	votes throug	C	cast iote
NIL		NIL		NIL		N	IL		NIL	

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 2 as set out in the Notice of the AGM is passed with requisite majority.

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Item No. 3 – Re-appointment of Mr. Sridharan Rangarajan (DIN 01814413), Director retiring by rotation.

ORDINARY RESOLUTION

(i) Votes in **favour** of the resolution:

Number	of	Number of	Number	of	Number	of	Total		% of	total
Members		votes cast	Members	voted	votes	cast	Number	of	numb	er of
voted	in	(Shares) –	through	E-	(Shares)		votes	cast	valid	votes
Remote		Remote	voting		through	E-	through		cast	
E- Voting		E-Voting			voting		Remote	E-		
							Voting	and		
							E-voting			
198		144414344	13		3065	3	144444	997	98.8	8639

(ii) Votes against the resolution:

Number o	of	Number of	Number of	Number	of	Total	% of total
Members		votes cast	Members voted	votes ca	ast	Number of	number of
voted	in	(Shares) -	through E-voting	(Shares)		votes cast	valid votes
Remote		Remote		through	E-	through	cast
E- Voting		E-Voting		voting		Remote E-	
						Voting and	
						E-voting	
6		1659623	1	250		1659873	1.1361
				.			

(iii) Invalid Votes:

NIL		NIL		NIL		N	IIL	7	IL	
Remote E- Voting		Remote E- Voting		×				E- Votir voting	ig and	E-
voted	in	(Shares)	-	through E-	voting	through	E-voting	through		
Members	01	votes	cast	Members	voted		(Shares)	votes		ast
Number	of	Number	of	Number	of	Number	of votes	Total N	umber	of

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 3 as set out in the Notice of the AGM is passed with requisite majority.

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71st AGM - CONSOLIDATED SCRUTINIZER'S REPORT - CHOLAMANDALAM FINA



Item No. 4 – Re-appointment of M/s. S.R. Batliboi & Associates LLP, Chartered Accountants (Firm Registration No.101049W/E300004) as the Statutory Auditors of the Company.

ORDINARY RESOLUTION

(i) Votes in **favour** of the resolution:

Number of	Number of	Number of	Number of	Total	% of total
Members	votes cast	Members voted	votes cast	Number of	number of
voted in	(Shares) –	through E-	(Shares)	votes cast	valid votes
Remote	Remote	voting	through E-	through	cast
E- Voting	E-Voting		voting	Remote E-	
				Voting and	
				E-voting	
206	147941359	13	30653	147972012	99.9983

(ii) Votes **against** the **resolution**:

Number of	Number	of Number of	of Number of	Total	% of total
Members	votes ca	ast Members vote	d votes cast	Number of	number of
voted in	(Shares)	- through E-voting	g (Shares)	votes cast	valid votes
Remote	Remote		through E-	through	cast
E- Voting	E-Voting		voting	Remote E-	
				Voting and	
				E-voting	
1	2260	1	250	2510	0.0017

(iii) Invalid Votes:

E- Voting NIL		E- Voting NIL		NIL		N	IL	voting	NIL	
voted Remote	in	Remote	_	through E-	voting	through	L=voting		ting and	
Members	in	votes (Shares)		Members through E-		cast	(Shares)	votes	ah Rem	ast
Number	of	Number	of	Number			of votes			

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, were port that the Ordinary Resolution with regard to Item no. 4 as set out in the Notice of the AGM is passed with requisite majority.

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Item No. 5 – Appointment of Ms. Vasudha Sundararaman (DIN 06609400) as an Independent Director of the Company. ORDINARY RESOLUTION

203	146071707	13	30653	146102360	99.9983
Number of Members voted in Remote E- Voting	Number of votes cast (Shares) – Remote E-Voting	Number of	Number of votes cast (Shares) through E- voting	Total Number of votes cast through Remote E- Voting and E-voting	% of total number of valid votes cast

(ii) Votes **against** the resolution:

Number o	f	Number of	Number of	Number of	Total	% of total
Members		votes cast	Members voted	votes cast	Number of	number of
voted in	n	(Shares) -	through E-voting	(Shares)	votes cast	valid votes
Remote		Remote		through E-	through	cast
E- Voting		E-Voting		voting	Remote E-	
					Voting and	
					E-voting	
1		2260	1	250	2510	0.0017
-					1	

(iii) Invalid Votes:

Number	of	Number of	Number of	Number of votes	Total Number of
members		votes cast		4000000000000 000000000000000000000000	votes cast
voted	in	(Shares) –	through E-voting	through E-voting	through Remote
Remote		Remote			E- Voting and E-
E- Voting		E- Voting			voting
NIL		NIL	NIL	NIL	NIL

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 5 as set out in the Notice of the AGM is passed with requisite majority.



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71st AGM - CONSOLIDATED SCRUTINIZER'S REPORT - CHOLAMANDALAM FI

Item No. 6 – Re-appointment of Mr. N Ganesh as Manager of the Company.

ORDINARY RESOLUTION

(i) Votes in **favour** of the resolution:

203	146419839	13	30653	146450492	98.9701
Number of Members voted in Remote E- Voting	Number of votes cast (Shares) – Remote E-Voting	Number of Members voted through E- voting	Number of votes cast (Shares) through E- voting	Total Number of votes cast through Remote E- Voting and E-voting	% of total number of valid votes cast

(ii) Votes **against** the resolution:

()		0	************************************			
Number of	Number of N	umber of	Number		Total	% of total
Members	votes cast M	embers voted	votes	cast	Number of	number of
voted in	(Shares) – th	rough E-voting	(Shares)		votes cast	valid votes
Remote	Remote		through	E-	through	cast
E- Voting	E-Voting		voting		Remote E-	
					Voting and	
					E-voting	
4	1523780	1	250		1524030	1.0299
	1020700	·····		1		

(iii) Invalid Votes:

NIL	-	NIL	NIL		P	NIL		NIL	
E- Voting		E- Voting					voting		
Remote		Remote					E- Vot	ing and	E-
voted	in	(Shares) -	through E-	voting	through	E-voting		h Rem	
members		votes cast		voted	\$0000000000000000000000000000000000000	(Shares)	votes		cast
Number	of	Number of			Records and the second s	of votes		Number	of

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 6 as set out in the Notice of the AGM is passed with requisite majority.



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6. A Compact Disc (CD) containing a list of equity shareholders who voted "**FOR**" and "**AGAINST**" for each resolution is enclosed.

7. The electronic data relating to remote e-voting and electronic voting system, all other relevant records is under our safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the Annual General Meeting.

Thanking you,

Yours faithfully,

