



August 2, 2019

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

**The Secretary**  
**BSE Limited,**  
**25<sup>th</sup> Floor, Phiroze Jeejeebhoy Towers,**  
**Dalal Street, Fort,**  
**Mumbai 400 001**

**Symbol : CHOLAHLDNG**

**Scrip Code : 504973**

Dear Sirs,

**Sub: Proceedings of 70<sup>th</sup> Annual General Meeting (AGM)**

We wish to inform you that the 70<sup>th</sup> AGM of the Company was held yesterday at 3.00 pm and the business stated in the notice dated May 3, 2019 were transacted.

In this regard, we enclose the summary of proceedings of the AGM in terms of regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Kindly take the above on record.

Thanking you,

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

A handwritten signature in blue ink, appearing to read "E Krithika", is written over the typed name.

**E Krithika**  
**Company Secretary**

Encl : As above

**Cholamandalam Financial Holdings Limited**  
(Formerly known as TI Financial Holdings Limited)

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CIN - L65100TN1949PLC002905



**CHOLAMANDALAM FINANCIAL HOLDINGS LIMITED**

**SUMMARY OF PROCEEDINGS OF THE 70<sup>TH</sup> ANNUAL GENERAL MEETING**

The 70<sup>TH</sup> Annual General Meeting (70<sup>TH</sup> AGM) of the Members of the Company was held on Thursday, the 1<sup>st</sup> August, 2019 at 3.00 P.M. at T T K Auditorium, The Music Academy, 168 (Old no.306), T T K Road, Chennai - 600 014.

Mr. M M Murugappan, chaired the meeting. The requisite quorum being present, the Chairman called the meeting to order.

The Chairman introduced the other directors, Secretary and the Manager and Chief Financial Officer who were seated on the dais. The Chairman also informed that the representatives from M/s S R Batliboi & Associates LLP, Statutory auditors and Ms. Srinidhi from Srinidhi Sridharan & Associates, Secretarial auditor were present at the meeting. He further informed that due to unavoidable circumstances, Mr. Ashok Kumar Barat, Director, could not attend the AGM and has sent his greetings.

The Chairman informed that the copies of the AGM notice together with the annual report had been sent to all the shareholders and the Company had provided the remote e-voting facility to the shareholders. He further informed that electronic voting facility at the venue may be used by those shareholders who had not exercised their vote through remote e-voting.

Further, the Chairman informed that, the Register of Directors, Key Managerial Personnel & Directors' Shareholding, the Register of Contracts or Arrangements in which the Directors are interested under the Companies Act, 2013, the draft letter of appointment of independent directors and Certificate from the Statutory Auditors that the Employees' Stock Option Scheme of the Company had been implemented in accordance with the relevant SEBI Regulations, were made available to the Members for inspection at any time during the meeting.

Further, the Chairman apprised the Members on the voting procedure and informed the Members that the Company had provided remote e-voting facility through the e-voting platform of M/s. Karvy Fintech Private Ltd ("Karvy") to all shareholders of the Company as on the cut-off date of July 25, 2019. The e-voting was made available from 9 a.m. on July 27, 2019 till 5.00 p.m. on July 31, 2019.

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 following items of business, as per the notice of AGM dated May 3, 2019 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, 2019;
2. Confirmation of the interim dividend paid on equity shares at the rate of 60% and approval of final dividend at the rate of 65% for the year ended March 31, 2019;
3. Re-appointment of Mr. M M Murugappan, as a director liable to retire by rotation;
4. Appointment of Mr. Ashok Kumar Barat as an Independent Director of the company for a term of five years commencing August 1, 2018 to July 31, 2023;
5. Appointment of Mr. Sridharan Rangarajan as a director liable to retire by rotation;
6. Appointment of Mr. V Ravichandran as a director liable to retire by rotation;
7. Appointment of Mr. Balasubramanyan Ramaratnam as an Independent Director of the company for a term of five years commencing March 18, 2019 to March 17, 2024;
8. Approval of remuneration by way of commission to Non-Executive Directors.

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 remote e-voting and voting process at the AGM.

The Chairman briefly shared the performance of the Company and its subsidiary, associate and joint venture companies during FY 2018-19. He then invited queries from members regarding the accounts and operations of the Company during the year 2018-19.

After answering the queries of shareholders, Chairman informed the shareholders who have not participated in the e-voting to cast their vote before leaving the venue. He further informed that the voting results along with the scrutiniser's report will be placed on the website of the Company, [www.cholafhl.com](http://www.cholafhl.com) and on the website of Karvy Fintech Private Limited engaged for providing e-voting and will simultaneously be communicated to the stock exchanges within the statutory timeline.

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

For Cholamandalam Financial Holdings Limited



**E Krithika**  
Company Secretary