

August 10, 2023

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
NSE - WDM

Scrip Code : 504973

Dear Sir / Madam,

Sub: Proceedings of the 74th Annual General Meeting (AGM).

We wish to inform you that the 74th Annual General Meeting (AGM) of the Company was held today at 3.30 p.m. on 10th August, 2023 and the businesses as mentioned in the Notice dated May 12, 2023 were transacted.

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

We request you to kindly take the same on record.

Thanking you,

Yours faithfully,

For CHOLAMANDALAM 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 74th ANNUAL GENERAL MEETING

The MCA and the SEBI have allowed companies to conduct Annual General Meetings through Video Conferencing or Other Audio-Visual Means. Accordingly, the 74th AGM of the Company was held in an electronic mode through Video Conference. The Company had made necessary arrangements for participation of shareholders in the meeting through Video Conference and vote at the AGM in a seamless manner.

Mr. M M Murugappan, chaired the meeting.

The Chairman welcomed the members. The requisite quorum for the meeting being present, the Chairman called the meeting to order.

Mr. Murugappan mentioned that in accordance with the relaxation provided by the MCA and SEBI, the Notice convening the 74th AGM of the Company and the annual report for FY 22-23 have been sent through electronic mode to all those shareholders whose e-mail addresses are registered with the Registrar & Transfer Agent in case of physical holding or Depository Participants, in case of demat holding. Further, as per SEBI mandate, the Company has sent the physical copy of the annual report to those shareholders who have requested for the same.

The Chairman introduced the Board members, Mr. Ramaratnam, Mrs. Vasudha Sundararaman and Mr. Sridharan Rangarajan seated with him. The Chairman then introduced Mr. K Balasubramanian, Independent Director who attended the meeting virtually from Toronto, Canada and further informed that Mr. Vellayan Subbiah, Non-Executive Director, was unable to attend this meeting. The Chairman also introduced the senior management team of the Company, Mrs. E Krithika, Company Secretary and Mr. N Ganesh, Manager & Chief Financial Officer, present with him. He further informed that Mr. Venugopalan, Chief Financial Officer of the subsidiary company, Cholamandalam MS General Insurance Company Limited, was also present. Mr. Tirtharaj Khot, and Mr. Mandar Ghanekar, Partners representing M/s Sharp & Tannan Associates, Statutory auditors, Ms. Srinidhi Sridharan of M/s. Srinidhi Sridharan & Associates, secretarial auditor and Mr. R Sridharan of M/s. R Sridharan & Associates, Scrutiniser for the purpose of remote e-voting and e-voting process during the AGM, have also joined the meeting through VC.

The Chairman mentioned that the members seeking to inspect the Register of Directors, Key Managerial Personnel and their shareholding and the Register of Contracts or Arrangements in which the Directors are interested and the other documents mentioned in the AGM Notice were available for inspection and the members seeking to inspect the documents may contact the Company Secretary or send an email to investorservices@cfhl.murugappa.com.

The notice convening the AGM was taken as read since it was already circulated to the shareholders. 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, as provided in the Companies Act, 2013.

Mr. Murugappan delivered his address to members covering the economic scenario, an update on financial services industry, performance of the Company and its major investee companies during FY 22-23. He also announced the standalone and consolidated financial results of the Company during

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the quarter ended June 30, 2023 which was approved by the Board at its meeting held earlier during the day.

The following items of business, as per the Notice of AGM dated May 12, 2023 were transacted at the meeting:

1. Adoption of audited standalone financial statements together with the board's report and auditor's report thereon for the financial year ended 31 March, 2023.
2. Adoption of audited consolidated financial statements together with the auditor's report thereon for the financial year ended 31 March, 2023.
3. Declaration of final dividend for the year ended 31 March, 2023.
4. Re-appointment of Mr. Vellayan Subbiah, director retiring by rotation.
5. Re-appointment of Mr. B Ramaratnam, independent director for a second term of three consecutive years effective March 18, 2024.
6. Re-appointment of Mr. N Ganesh as the Manager of the Company for a further period of three years effective June 15, 2023.
7. Alteration of Articles of Association of the Company.

The Company had provided electronic voting (e-voting) facility through the e-voting platform of M/s. KFin Technologies Limited (KFin) to all members of the Company as on the cut-off date i.e., August 3, 2023. He further informed the members on the e-voting process and that e-voting facility was made available during the meeting session to those shareholders who had not already exercised their vote through remote e-voting platform. Mr. R Sridharan of M/s. R Sridharan & Associates, Practicing Company Secretary had been appointed by the Board of Directors as the scrutiniser for conducting the electronic voting process in a transparent manner.

The Chairman invited queries from members who had registered themselves as speakers for the AGM. He also stated that none of the shareholders have posted their queries through the KFin platform. The Chairman thanked the moderator and addressed the queries of shareholders raised during the meeting. The queries / clarifications were relating to Covid impact on the Company, management strategy in cost reduction etc., The Chairman answered the queries and provided necessary clarifications.

The Chairman further informed the shareholders that the voting results along with the scrutiniser's report would be placed on the Company's website, www.cholafhl.com, the website of KFin Technologies Limited and would also be communicated to the stock exchanges, on or before August 12, 2023.

There being no other agenda, the Chairman thanked the shareholders for their support in the smooth conduct of the meeting and called the meeting to a close. The meeting ended at 4.30 p.m.

For **Cholamandalam Financial Holdings Limited**

E Krithika
Company Secretary

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