



## ADITYA BIRLA MONEY LIMITED

CIN: L65993GJ1995PLC064810

Registered Office: Indian Rayon Compound, Veraval - 362 266, Gujarat

Corporate Office: Ali Centre, No.53, Greaves Road, Chennai - 600 006

Email: abml.investorgrievance@adityabirlacapital.com Website: www.stocksandsecurities.adityabirlacapital.com

Tel: +91 44 4949 0000, Fax: +91 44 2829 0835

### NOTICE OF ANNUAL GENERAL MEETING

**NOTICE** is hereby given that the 23<sup>rd</sup> Annual General Meeting of the Members of ADITYA BIRLA MONEY LIMITED will be held on Wednesday, July 03, 2019 at 9.30 A.M. at the Registered Office of the Company at Indian Rayon Compound, Veraval - 362 266, Gujarat to transact the following business:

#### ORDINARY BUSINESS

1. To consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2019, together with the Report of the Board and the Auditors thereon.
2. To appoint a Director in place of Mr. Tushar Shah (DIN 00239762) who retires by rotation and being eligible, offers himself for re-appointment.

#### SPECIAL BUSINESS

##### 3. Re-appointment of Mr. G. Vijayaraghavan as an Independent Director

To consider and, if thought fit, to pass the following Resolution as a Special Resolution:

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder, Mr. G. Vijayaraghavan (DIN 00894134), a Non-Executive Director of the Company, who has given a declaration that he meets the criteria of independence as provided in Section 149(6) of the Companies Act, 2013 and who holds office till the conclusion of this Annual General Meeting, being eligible, be and is hereby re-appointed as an Independent Director of the Company, for a period of five years till the conclusion of the 28th Annual General Meeting of the Company to be held in the year 2024.”

##### 4. Re-appointment of Mr. P. Sudhir Rao as an Independent Director

To consider and, if thought fit, to pass the following Resolution as a Special Resolution:

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder, Mr. P. Sudhir Rao (DIN 00018213), a Non-Executive Director of the Company, who has given a declaration that he meets the criteria of independence as provided in Section 149(6) of the Companies Act, 2013 and who holds office till the conclusion of this Annual General Meeting, being eligible, be and is hereby re-appointed as an Independent Director of the Company, for a period of five years till the conclusion of the 28th Annual General Meeting of the Company to be held in the year 2024.”

##### 5. Continuation of Directorship of Mr. Gopi Krishna Tulsian as a Non-Executive Director

To consider and, if thought fit, to pass the following Resolution as a Special Resolution:

**“RESOLVED THAT** pursuant to the provisions of Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, if any, consent of the Members be and is hereby accorded to Mr. Gopi Krishna Tulsian (DIN 00017786), a Non-Executive Director of the Company, to continue as Director of the Company.”

## 6. Re-appointment of Mr. Murali Krishnan L.R. as the Manager of the Company

To consider and, if thought fit, to pass the following Resolution as a Special Resolution:

**“RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 203, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the Rules issued in this regard, consent of the Members of the Company be and is hereby accorded for the re-appointment of Mr. Murali Krishnan L.R. (PAN : BAQPM0297J) as the Manager of the Company for a period of five years with effect from May 06, 2019 to May 05, 2024, at a remuneration of Rs.35.07 lakhs per annum inclusive of perquisites and performance related compensation, if any, with such increments during his tenure as per the Remuneration Policy of the Company.

**FURTHER RESOLVED THAT** where in any financial year during the tenure of Mr. Murali Krishnan L.R. as the Manager, the Company has no profits or the profits are inadequate, approval of the Members of the Company be and is hereby accorded to pay the aforesaid remuneration in accordance with the provisions of the Act.

**FURTHER RESOLVED THAT** the Board be and is hereby authorized to vary the terms of re-appointment and remuneration and to do all such acts, deeds, matters and things, as it may, in its absolute discretion, deem necessary and with the power on behalf of the Company to settle questions, difficulties or doubts that may arise in this regard without requiring the Board to secure any further consent or approval of the Members of the Company.”

## 7. Approval of Material Related Party Transactions with Aditya Birla Finance Limited

To consider and, if thought fit, to pass the following Resolution as an Ordinary Resolution:

**“RESOLVED THAT** pursuant to the provisions of Section 188 and other applicable provisions of the Companies Act, 2013 and the Rules framed thereunder (“the Act”), read with Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“the Regulations”), consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company, to ratify / approve all existing contracts / arrangements / agreements / transactions and to enter into new / further contracts / arrangements / agreements / transactions (including any modifications, alterations or amendments thereto), in the ordinary course of business and at arm's length with Aditya Birla Finance Limited (“ABFL”) a 'Related Party' within the meaning of the Act and the Regulations, as more particularly enumerated in the explanatory statement to the Notice and on such terms and conditions as may be agreed between the Company and ABFL.

**FURTHER RESOLVED 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 as it may, in its absolute discretion, deem necessary and with power on behalf of the Company to settle questions, difficulties or doubts that may arise in this regard without requiring the Board to secure any further consent or approval of the Members of the Company.”

**On the authority of the Board of Directors  
For Aditya Birla Money Limited**

Date : April 25, 2019  
Place : Mumbai

**Sangeeta Shetty  
Company Secretary**

## Notes:

1. The Statement pursuant to Section 102 of the Companies Act, 2013 in respect of the Special Business to be transacted at the Meeting is annexed hereto.
2. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY.
3. Proxies in order to be effective must be received by the Company not less than 48 hours before the Meeting.
4. A Proxy can act on behalf of Members not exceeding fifty (50) and holding in aggregate not more than 10% of the total share capital of the Company carrying voting rights. However, a Member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as Proxy and such person shall not act as a Proxy for another person or shareholder.
5. The instrument of Proxy shall be signed by the appointer or his attorney duly authorised in writing, or if the appointer is a body corporate, be under its seal or be signed by an officer or an attorney duly authorised by it. The Proxy-holder shall prove his identity at the time of attending the Meeting.
6. Requisitions for inspection of Proxies shall be given in writing by the Member entitled to vote at least three days before the commencement of the Meeting. Proxies shall be made available for inspection during the period beginning twenty-four hours before the time fixed for the commencement of the Meeting and ending with the conclusion of the Meeting.
7. Authorised representatives of Corporate Members should carry a certified true copy of the Board Resolution / Power of Attorney authorizing them to attend and vote at the Meeting.
8. Members / Proxies should bring the enclosed Attendance Slip duly filled in, for attending the Meeting, along with the Annual Report
9. The Register of Members and Share Transfer Books of the Company will remain closed from June 27, 2019 to July 03, 2019 (both days inclusive). June 26, 2019 shall be the cut-off date as on which the right of voting of the Members shall be reckoned and a person who is not a Member as on the cut-off date should treat this Notice for information purpose only.
10. Documents, if any, referred to in the Notice and Explanatory Statement are available for inspection between 11:00 A.M. to 2:00 P.M. on all working days upto the date of the Meeting at the Registered Office and Corporate Office of the Company and will also be available at the Meeting.
11. Members desirous of getting any information in respect of the contents of the Annual Report are requested to forward the same to the Company Secretary at least 10 days prior to the AGM so that required information can be made available.
12. In accordance with the provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is providing e-voting facility and the business may be transacted through such e-voting.
13. The Board of Directors has appointed B. Chandra and Associates, Practising Company Secretaries, as the Scrutiniser for scrutinising the e-voting and ballot voting process in a fair and transparent manner.
14. The facility of casting votes by the Members using an electronic voting system ('remote e-voting') will be provided by CDSL.
15. Any Member, who has already exercised his/her vote through remote e-voting, may attend the Meeting but is prohibited to vote at the Meeting and his/her vote, if any, cast at the Meeting shall be treated as invalid.

## 16. Procedure for e-voting:

- (i) The voting period begins on Sunday, June 30, 2019 at 9.00 a.m. and ends on Tuesday, July 02, 2019 at 5.00 p.m. During this period, shareholders of the Company holding shares either in physical or dematerialized form, as on the cut-off date (record date) of June 26, 2019 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- (iii) Click on Shareholders and enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (iv) Next enter the Image Verification as displayed and Click on Login.
- (v) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- (vi) If you are a first time user follow the steps given below:

PAN	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department</p> <ul style="list-style-type: none"><li>● Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field.</li><li>● In case the sequence number is less than 8 digits enter the applicable number of O's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.</li></ul>
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"><li>● If both the details are not recorded with the depository or company please enter the Member ID / Folio Number in the Dividend Bank details field as mentioned in instruction (iii).</li></ul>

- (vii) After entering these details appropriately, click on "SUBMIT" tab.
- (viii) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (ix) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (x) Click on the EVSN of 'ADITYA BIRLA MONEY LIMITED'.
- (xi) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

- (xii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xiii) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xiv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xvi) If a demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvii) **Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.**
- (xviii) Note for Non-Individual Shareholders and Custodians
  - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporates.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutiniser to verify the same.
- (xix) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

#### **17. Procedure for voting at the Meeting by members who do not vote by remote e-voting**

- (i) The facility for casting vote through ballot paper shall be made available at the AGM.
  - (ii) Only Members as on the cut-off date, who have not exercised their Voting Rights through Remote e-voting, shall be entitled to vote at the Meeting.
  - (iii) Every Member entitled to vote on a Resolution and present in person shall, on a show of hands, have only one vote irrespective of the number of shares held by him.
  - (iv) A Member present in person or by Proxy shall, on a poll or ballot, have votes in proportion to his share in the paid up equity share capital of the Company.
18. The result of the voting shall be displayed on the Notice Board of the Company at its Registered Office and Corporate Office. The result along with the Scrutiniser's Report shall also be placed on the website of the Company [www.stocksandsecurities.adityabirlacapital.com](http://www.stocksandsecurities.adityabirlacapital.com) and of CDSL.
19. The Notice of the 23rd Annual General Meeting and the Annual Report for 2018-19 is available on the Company's website [www.stocksandsecurities.adityabirlacapital.com](http://www.stocksandsecurities.adityabirlacapital.com).
20. Members may write to the Company Secretary in case of grievances connected with voting by electronic means at the mail id: [abml.investorgrievance@adityabirlacapital.com](mailto:abml.investorgrievance@adityabirlacapital.com).

## **ANNEXURE TO THE NOTICE DATED APRIL 25, 2019**

### **EXPLANATORY STATEMENT PURSUANT TO THE PROVISIONS OF SECTION 102 OF THE COMPANIES ACT, 2013**

#### **Item Nos. 3 and 4**

The Members of the Company had appointed Mr. G. Vijayaraghavan and Mr. P. Sudhir Rao as Independent Directors at the Annual General Meeting held on September 09, 2014 to hold office till the conclusion of this Annual General Meeting.

Pursuant to Section 149(10) of the Companies Act, 2013, Independent Directors can be re-appointed by passing a Special Resolution.

The brief profiles of Mr. G. Vijayaraghavan and Mr. P. Sudhir Rao are given below:

Mr. G. Vijayaraghavan (B.Tech (Honours) from IIT, PGDM-IIIMA) has work experience of over 30 years in various sectors like Oil & Gas Manufacturing, Management, Consulting, Agro inputs, Investment Banking and ITES. He has been associated with ONGC, Alfa Laval, A.F. Ferguson & Co. and Standard Chartered Bank. He ventured on his own in 1999.

Mr. P. Sudhir Rao is currently Managing Partner, IndusAge Partners, a firm that runs a Technology Venture Fund platform, which invests and advises early stage technology companies that are transformative. He has an overall experience of more than 37 years in the financial service industry. With his educational background as a Chartered Accountant and a Chartered Management Accountant, he has an incisive view of data and the lack of it while observing business models and enterprises. Between 1989 and 1999 he was Founder Director of Karvy Investor Services Ltd. and Karvy Stockbroking Ltd. involved in providing Investor Services, Merchant Banking and Retail Financial services.

Based on the performance evaluation, the recommendation of the Nomination and Remuneration Committee and considering the qualifications, experience and the valuable contribution being made by these Independent Directors, the Board recommends the re-appointment of Mr. G. Vijayaraghavan and Mr. P. Sudhir Rao as Independent Directors for a further period of five years, who shall hold office until the conclusion of the 28th Annual General Meeting of the Company to be held in the year 2024 as mentioned in Item Nos. 3 and 4 of the Notice.

The Board recommends passing the Special Resolutions set out in Item Nos. 3 and 4 of the Notice.

None of the Directors, Key Managerial Personnel and their relatives, except Mr. G. Vijayaraghavan and Mr. P. Sudhir Rao, are concerned or interested in Item Nos. 3 and 4 of the Notice respectively.

#### **Item No. 5**

Pursuant to the provisions of Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, approval of the Members of the Company, by means of a Special Resolution is required for appointment or continuation of directorship of any person as a Non-Executive Director who has attained the age of 75 years.

Approval of the Members of the Company by means of a Special Resolution is therefore required for continuation of directorship of Mr. Gopi Krishna Tulsian, Non-Executive Director of the Company. Considering the seniority, experience and the valuable contribution being made by Mr. G. K. Tulsian, the Board recommends passing the Special Resolution as set out in Item No.5 of the Notice.

A brief profile of Mr. G. K. Tulsian is given below:

Mr. G. K. Tulsian (B.Sc., F.C.A, MBIM (London)) has work experience of more than 50 years. He has handled several manufacturing and service industry businesses in his career. He has been associated with Aditya Birla Group since 1977 and currently he is chairing the position of Executive President in Grasim Industries Limited (Chemical Division). He is also on the Board of various Indian and International companies of the Group.

None of the Directors, Key Managerial Personnel and their relatives, except Mr. G. K. Tulsian, is concerned or interested in Item No.5 of the Notice.



## Item No. 6

The tenure of Mr. Murali Krishnan L. R. as the Manager of the Company ends on May 05, 2019. The Board of Directors at their Meeting held on April 25, 2019 had, subject to the approval of the Members, re-appointed Mr. Murali Krishnan L. R. as the Manager of the Company for a period of five years with effect from May 06, 2019.

A brief profile of Mr. Murali Krishnan is given below:

Mr. Murali Krishnan is a Law Graduate from Dr. Ambedkar Government Law College and he has an overall experience of 22 years and has rich experience in the field of capital market business. He has been associated with Aditya Birla Money Limited for more than 17 years in various capacities and currently heads the compliance and legal function of the Company.

The Company is engaged in the business of securities broking, portfolio management services, depository participant, research analyst and investment adviser. The Net Profit of the Company for the financial year ended March 31, 2019 was Rs.9.99 Crore. The remuneration proposed to be paid to Mr. Murali Krishnan is commensurate with the nature of business of the Company.

Considering the experience and expertise of Mr. Murali Krishnan, the Board recommends passing the Special Resolution as set out in Item No.6 of the Notice.

None of the Directors, Key Managerial Personnel and their relatives, except Mr. Murali Krishnan, is concerned or interested in Item No.6 of the Notice.

## Item No. 7

Pursuant to Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), approval of the Members through ordinary resolution is required for all material related party transactions, even if they are entered into in the ordinary course of business and at arm's length. For this purpose, a transaction is considered material, if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year exceeds 10% of the annual consolidated turnover of the Company, as per the last audited financial statements of the Company.

The Company has existing arrangements with Aditya Birla Finance Limited ("ABFL"), a fellow subsidiary company, which is a 'Related Party' as per Section 2(76) of the Companies Act, 2013, which is in the ordinary course of business and at arm's length. The value of transactions with ABFL in respect of Financial Year 2019-20 is likely to exceed 10% of the annual turnover of the Company, based on the audited financial statements for year ended March 31, 2019. Thus, these transactions qualify to be Material Related Party transactions under the Listing Regulations and would require the approval of the Members by way of an ordinary resolution.

The particulars of the contract / arrangement with ABFL are as under:

Particulars	Information
Name of the Related Party	Aditya Birla Finance Limited
Nature of Relationship	Fellow Subsidiary
Nature of Contract	Availing and Rendering of Services [Section 188(1)(d) of the Companies Act, 2013]
Duration of Contract	On-going transactions in the ordinary course of business
Salient features of Contract	<p>Aditya Birla Money Limited ("the Company") has entered into an arrangement with ABFL for sharing of brokerage and commission in relation to client introduction and wealth management services at an agreed ratio.</p> <p>In the course of such activities, the Company also renders various services to ABFL in relation to the following for which the actual costs incurred are recovered:</p> <ul style="list-style-type: none"><li>(i) Data confirmation and information dissemination including customer awareness about the products and services.</li><li>(ii) All support services in relation to client acquisition and post servicing assistance in planning, reporting, people and relationship management and compliance management.</li></ul>

Particulars	Information
	In addition to the above, the following nature of transactions are happening with ABFL in the normal course of business: (i) Recovery / reimbursement of Cost – for Infrastructure, Manpower cost and other allied costs / expenses (ii) Management Fees on Capital Market / Mutual Fund services and ancillary services (iii) Income from Promotional activities / Advertisement Income (iv) Buying and selling of securities
Date of Approval of the Board / Audit Committee	January 17, 2019
Value of Transaction for the year ended March 31, 2019	Rs.21.03 Crore
Estimated Value of Transactions for the FY 2019-20	Rs.50.00 Crore

None of the Directors, Key Managerial Personnel and their relatives are concerned or interested in Item No.7 of the Notice and do not hold any shares in Aditya Birla Finance Limited. Aditya Birla Capital Limited, promoter of the Company, holds 100% shareholding of ABFL.

The Directors recommend the resolution for approval by the Members.

**Details of Directors and Manager (as on March 31, 2019) seeking appointment / re-appointment at the Annual General Meeting pursuant to Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2)**

Name of the Director	Tushar Shah	G. Vijayaraghavan
Age	54 years	66 years
Qualification	B.L., C.A.	B.Tech (Honours) from IIT, PGDM-IIMA
Experience	Mr. Shah is the CEO for the Infrastructure Finance business of Aditya Birla Finance Limited since November 2011, which encompasses project-linked lending, lending to large corporates, Debt Capital Markets, Debt Syndication and setting up an Infrastructure PE Fund. As a Director in Aditya Birla Money Limited, he mentors the Equity and Debt Stock Broking business. Prior to ABFL, he was associated with the IL&FS group for 16 years and has worked in the areas of Capital Markets, Investment Banking and Corporate Banking.	Mr. Vijayaraghavan has work experience of over 30 years in various sectors like Oil & Gas Manufacturing, Management, Consulting, Agro inputs, Investment Banking and ITES. He has been associated with ONGC, Alfa Laval, A.F. Ferguson & Co. and Standard Chartered Bank. He ventured on his own in 1999.
Terms and conditions of appointment / re-appointment	Appointed as Non-Executive Director, liable to retire by rotation	Appointed as Independent Director for a period of five years
Remuneration sought to be paid	Nil	Only Sitting Fees to be paid
Remuneration last drawn	Nil	Sitting Fees Rs.3,60,000/- in financial year 2018-19



<b>Name of the Director</b>	<b>Tushar Shah</b>	<b>G. Vijayaraghavan</b>
Date of first appointment on the Board	May 06, 2016	March 06, 2009
Shareholding in the Company	Nil	Nil
Relationship with other Directors, Manager and Key Managerial Personnel	None	None
Number of Board Meetings attended during the year	4	4
Directorships held in other Companies	1. Aditya Birla ARC Limited 2. Aditya Birla Stressed Asset AMC Private Limited	Nil
Chairmanship / Membership of Committees of other Boards*	Nil	Nil

<b>Name of the Director</b>	<b>P. Sudhir Rao</b>	<b>Gopi Krishna Tulsian</b>
Age	58 years	82 years
Qualification	CA, CMA	B.Sc., F.C.A, MBIM (London)
Experience	Mr. Rao is currently Managing Partner, IndusAge Partners, a firm that runs a Technology Venture Fund platform, which invests and advises early stage technology companies that are transformative. He has an overall experience of more than 37 years in the financial service industry. He has an incisive view of data and the lack of it while observing business models and enterprises. Between 1989 and 1999 he was Founder Director of Karvy Investor Services Ltd. and Karvy Stockbroking Ltd. involved in providing Investor Services, Merchant Banking and Retail Financial services.	Mr. Tulsian has work experience of more than 50 years. He has handled several manufacturing and service industry businesses in his career. He has been associated with Aditya Birla Group since 1977 and currently he is chairing the position of Executive President in Grasim Industries Limited (Chemical Division). He is also on the Board of various Indian and International companies of the Group.
Terms and conditions of appointment / re-appointment	Appointed as Independent Director for a period of five years	Appointed as Non-Executive Director, liable to retire by rotation
Remuneration sought to be paid	Only Sitting Fees to be paid	Nil
Remuneration last drawn	Sitting Fees Rs.3,40,000/- in financial year 2018-19	Nil
Date of first appointment on the Board	March 06, 2009	March 25, 2014
Shareholding in the Company	Nil	Nil
Relationship with other Directors, Manager and Key Managerial Personnel	None	None
Number of Board Meetings attended during the year	3	4

Name of the Director	P. Sudhir Rao	Gopi Krishna Tulsian
Directorships held in other Companies	<ol style="list-style-type: none"> <li>1. RBL Bank Limited</li> <li>2. Agile Parking Solutions Private Limited</li> <li>3. Ideaforge Technology Private Limited</li> <li>4. IndusAge Advisors Limited</li> <li>5. IndusAge Management Services Private Limited</li> <li>6. Ketto Online Ventures Private Limited</li> <li>7. Primus Retail Private Limited (under liquidation)</li> <li>8. Expressit Logistics Worldwide Limited (under liquidation)</li> <li>9. Quadgen Networks Private Limited</li> <li>10. Quadgen Wireless Solutions Private Limited</li> <li>11. Radhakrishna Foodland Private Limited</li> <li>12. Stellapps Technologies Private Limited</li> <li>13. WOAS Technology Private Limited</li> </ol>	<ol style="list-style-type: none"> <li>1. Aditya Birla Power Company Limited</li> <li>2. B G H Properties Private Limited</li> <li>3. BGH Exim Private Limited</li> <li>4. Birla TMT Holdings Private Limited</li> <li>5. GreenAcreAgro Services Private Limited</li> <li>6. Industry House Limited</li> <li>7. IGH Holdings Private Limited</li> <li>8. Infocyper India Private Limited</li> <li>9. Osiris E-Infratech Private Limited</li> <li>10. Osiris Info Services Private Limited</li> <li>11. Osiris Corporate Services Private Limited</li> <li>12. PIC Properties Limited</li> <li>13. Sun God Trading And Investment Limited</li> <li>14. Samruddhi Swastik Trading and Investments Limited</li> <li>15. Sunbeam Trading &amp; Investments Private Limited</li> <li>16. TGS Investment &amp; Trade Private Limited</li> <li>17. Calyx Investments Pte. Ltd., Singapore</li> <li>18. Indogenous Holdings Pte. Ltd., Singapore</li> <li>19. Thai Carbon Black Public Company Limited, Thailand</li> <li>20. Jai Realty Corporation, Philippines</li> <li>21. Aditya Birla Chemicals (Thailand) Limited</li> <li>22. Thai Polyphosphate &amp; Chemicals Limited</li> </ol>
Chairmanship / Membership of Committees of other Boards*	Nil	Samruddhi Swastik Trading and Investments Limited - Audit Committee - Member

Name of the Manager	Murali Krishnan L. R.
Age	45 years
Qualification	B.L.
Experience	Mr. Murali Krishnan is a Law Graduate from Dr. Ambedkar Government Law College and he has an overall experience of 22 years and has rich experience in the field of capital market business. He has been associated with Aditya Birla Money Limited for more than 17 years in various capacities and currently heads the compliance and legal function of the Company.
Terms and conditions of appointment / re-appointment	Appointed as Manager of the Company for a period of 5 years
Remuneration sought to be paid	Rs.35.07 lakhs per annum inclusive of perquisites and performance related compensation, if any, with such increments during his tenure as per the remuneration policy of the Company.
Remuneration last drawn	Rs.25.49 lakhs in financial year 2018-19
Date of first appointment	May 06, 2016
Shareholding in the Company	20 Equity Shares
Relationship with other Directors, Manager and Key Managerial Personnel	None
Number of Board Meetings attended during the year	NA
Directorships held in other Companies	Nil
Chairmanship / Membership of Committees of other Boards*	Nil

\* Includes only Chairmanship / Membership of Audit Committees and Stakeholders' Relationship Committee.