



ADITYA BIRLA MONEY LIMITED

CIN: L65993GJ1995PLC064810

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

Corporate Office: Sai Sagar, 2nd & 3rd Floor, Plot No. M-7,

Thiru-Vi-Ka (SIDCO) Industrial Estate, Guindy, Chennai – 600 032

Tel: +91 44 4949 0000; Email: abml.investorgrievance@adityabirlacapital.com

Website: www.stocksandsecurities.adityabirlacapital.com

NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the 24th Annual General Meeting of the Members of ADITYA BIRLA MONEY LIMITED will be held on **Friday, July 10, 2020 at 11.00 A.M.** through Video Conferencing (VC) / Other Audio Visual Means (OAVM) to transact the following Ordinary business:

1. To consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2020, together with the Reports of the Board and the Auditors thereon.
2. To appoint a Director in place of Mr. Shriram Jagetiya (DIN 01638250) who retires by rotation and being eligible, offers himself for re-appointment.

3. Appointment of Auditors

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

“RESOLVED THAT pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder, M/s. Deloitte Haskins & Sells LLP, Chartered Accountants (ICAI Firm Registration No. 117366W / W-100018) be and are hereby appointed as the Auditors of the Company, for a term of five years from the conclusion of this Annual General Meeting till the conclusion of the 29th Annual General Meeting of the Company to be held in the year 2025 and that the Board of Directors of the Company be and is hereby authorised to fix their remuneration for the said period and reimbursement of actual out-of-pocket expenses as may be incurred in the performance of their duties.”

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

Date : April 30, 2020
Place : Mumbai

**Sangeeta Shetty
Company Secretary**

NOTES:

1. The details pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2), in respect of Director seeking re-appointment and the Explanatory Statement in respect of appointment of Auditors are annexed hereto.
2. The Register of Members will remain closed from July 04, 2020 to July 10, 2020 (both days inclusive). July 03, 2020 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 purposes only.
3. Members who have not yet registered their email addresses are requested to register the same with their Depository Participants in case the shares are held by them in dematerialized form and with the Company in case the shares are held by them in physical form.
4. As per Regulation 40 of SEBI Listing Regulations, securities of listed companies can be transferred only in dematerialized form with effect from April 01, 2019, except in case of request received for transmission or transposition of securities. In view of this, Members holding shares in physical form are requested to consider converting their holdings to dematerialized form.
5. **CDSL e-Voting system – for remote e-Voting and e-Voting during AGM**
 - i) As you are aware, in view of the situation arising due to Covid-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020. The ensuing AGM will thus be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
 - ii) Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015, and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020, the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a Member using remote e-Voting as well as the e-Voting system on the date of the AGM will be provided by CDSL.
 - iii) **The Members can join the AGM in the VC/OAVM mode 30 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice.**
 - iv) The facility of participation at the AGM through VC/OAVM will be made available to atleast 1000 Members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors, etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
 - v) The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.

- vi) Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the Members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the Members such as body corporate can attend the AGM through VC/OAVM and cast their votes through e-Voting.
- vii) In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM and the Annual Report for the financial year 2019-20 has been uploaded on the website of the Company at www.stocksandsecurities.adityabirlacapital.com. The Notice can also be accessed on the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-Voting system during the AGM) i.e. www.evotingindia.com.
- viii) The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.

6. Instructions for Shareholders for remote e-Voting are as under:

- i) **The voting period begins on Tuesday, July 07, 2020 at 9.00 a.m. and ends on Thursday, July 09, 2020 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 July 03, 2020 may cast their vote electronically. The e-Voting module shall be disabled by CDSL for voting thereafter.

- ii) The Board of Directors has appointed B. Chandra and Associates, Practising Company Secretaries, as the Scrutiniser for scrutinising the e-Voting process in a fair and transparent manner.
- iii) **The Shareholders should log on to the e-Voting website www.evotingindia.com.**
- iv) Click on “Shareholders” module 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. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- v) Next enter the Image Verification as displayed and Click on Login.
- vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-Voting of any company, then your existing password is to be used.
- vii) If you are a first time user, follow the steps given below:

PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department. Shareholders who have not updated their PAN are requested to use the sequence number in the PAN field.
Dividend Bank Details OR Date of Birth	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. 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 (iv).

- viii) After entering these details appropriately, click on “SUBMIT” tab.
- ix) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, Shareholders 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.
- x) For Shareholders holding shares in physical form, the details can be used only for e-Voting on the resolutions contained in this Notice.
- xi) Click on the EVSN of ‘ADITYA BIRLA MONEY LIMITED’.
- xii) 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.
- xiii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- xiv) 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.
- xv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- xvi) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- xvii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- xviii) Shareholders can also cast their vote using CDSL’s mobile app “m-Voting”. The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.

7. Process for those Shareholders whose email addresses are not registered with the depositories, for obtaining login credentials for e-Voting for the resolutions proposed in this Notice:

- i) For Physical Shareholders - please provide necessary details like Folio No., Name of Shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAAR (self attested scanned copy of Aadhaar Card) by email to abml.investorgrievance@adityabirlacapital.com.
- ii) For Demat Shareholders -, please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAAR (self attested scanned copy of Aadhaar Card) to abml.investorgrievance@adityabirlacapital.com.
- iii) The company/RTA shall co-ordinate with CDSL and provide the login credentials to the above mentioned Shareholders.

8. Instructions for Shareholders attending the AGM through VC/OAVM are as under:

- i) **Shareholder will be provided with a facility to attend the AGM through VC/OAVM through the CDSL e-Voting system.**

Shareholders may access the same at <https://www.evotingindia.com> under Shareholders/ Members login by using the remote e-Voting credentials.

The link for VC/OAVM will be available in Shareholder/Members login where the EVSN of Company will be displayed.

- ii) Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
- iii) Further Shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- iv) Please note that participants connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.
- v) **Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 10 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at abml.investorgrievance@adityabirlacapital.com.**
- vi) The Shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **10 days prior to meeting** mentioning their name, demat account number/ folio number, email id, mobile number at abml.investorgrievance@adityabirlacapital.com. These queries will be replied to by the company suitably by email.
- vii) **Those Shareholders who have registered themselves as a speaker will only be allowed to express their views/ ask questions during the meeting.**

9. Instructions for Shareholders for e-Voting during the AGM are as under:-

- i) The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-Voting.
- ii) Only those Shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
- iii) If any Votes are cast by the Shareholders through the e-Voting available during the AGM and if the same Shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such Shareholders shall be considered invalid as the facility of e-Voting during the meeting is available only to the Shareholders attending the meeting.
- iv) Shareholders who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

10. Note for Non-Individual Shareholders and Custodians

- i) Non-Individual Shareholders (i.e. other than Individuals, HUF, NRI, etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
- ii) A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- iii) 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.
- iv) The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- v) 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 scrutinizer to verify the same.
- vi) Alternatively Non-Individual Shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Company at the email address: abml.investorgrievance@adityabirlacapital.com, if they have voted from individual tab and not uploaded same in the CDSL e-Voting system for the scrutinizer to verify the same.

11. In case you have any queries regarding e-Voting, you may refer the Frequently Asked Questions (“FAQs”) and e-Voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or call 1800225533.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call 1800225533 or +91-22-23058542 or +91-22-23058543 or +91-22-23058738.

12. The Statutory Registers and documents in accordance with the Companies Act, 2013 will be available for inspection in electronic mode.
13. 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 and of CDSL.
14. Members may also write to the Company Secretary in case of grievances connected with voting by electronic means at the mail id: abml.investorgrievance@adityabirlacapital.com.

ANNEXURE TO THE NOTICE DATED APRIL 30, 2020

ITEM NO.2:

Details of Director (as on March 31, 2020) seeking 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	Shriram Jagetiya
Age	51 years
Qualification	B.Sc., C.A., Cost Accountant
Experience	Mr. Jagetiya has been associated with the Aditya Birla Group since 1992 and has played a key role in fund mobilization, investments, evaluation of mergers and acquisitions, strategic planning and capital structuring. He is currently Senior President – Corporate Finance at Aditya Birla Group.
Terms and conditions of appointment / re-appointment	Appointed as Non-Executive Director, liable to retire by rotation
Remuneration sought to be paid	Nil
Remuneration last drawn	Nil
Date of first appointment on the Board	March 25, 2014
Shareholding in the Company	Nil
Relationship with other Directors, Manager and Key Managerial Personnel	None
Number of Board Meetings attended during the year	2
Directorships held in other Companies	ABCAP Trustee Company Private Limited ABNL Investment Limited Aditya Birla Trustee Company Private Limited Birla Family Investments Private Limited Svatantra Holdings Private Limited Aditya Birla Sun Life AMC (Mauritius) Limited
Chairmanship / Membership of Committees of other Boards*	Nil

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

ITEM NO.3:

Appointment of Auditors - Explanatory Statement

M/s. S. R. Batliboi & Co. LLP, Chartered Accountants (ICAI Firm Registration No. 301003E / E300005) were re-appointed as the Auditors of the Company for a second term of five years at the 19th Annual General Meeting (AGM) of the Company held on August 28, 2015 and accordingly complete their term at the ensuing Annual General Meeting.

It is therefore proposed to appoint M/s. Deloitte Haskins & Sells LLP, Chartered Accountants (ICAI Firm Registration No. 117366W / W-100018) as the Auditors of the Company for a period of 5 years from the conclusion of this 24th AGM till the conclusion of the 29th AGM of the Company to be held in 2025.

Deloitte Haskins & Sells LLP ("DHS LLP" or "the Firm") is a member firm of Deloitte Touche Tohmatsu Limited ("DTTL"), a UK private company limited by guarantee. DTTL and its member firms (collectively "Deloitte") have a presence in over 150 countries and serve some of the largest companies across industries and sectors. DHS LLP is registered with the Institute of Chartered Accountants of India, with Firm Registration No. 117366W/W-100018. The Firm has over 125 years of experience and serves some of the largest and most respected companies and business houses in India. Their Audit and Assurance business is led by 89 Partners and over 2,800 professionals. The Firm leverages global tools, technology, and best practices of the DTTL network. DHS LLP has a strong national presence with offices in 13 cities.

The Company proposes to pay audit fees of Rs.17 lakhs plus out-of-pocket expenses for the first year and the fees for the subsequent four years shall be fixed by the Board of Directors of the Company.

Considering the experience, technical skills and industry credentials of M/s. Deloitte Haskins & Sells LLP and the confirmation received from them on their eligibility, and based on the recommendation of the Audit Committee, the Board at its Meeting held on April 30, 2020 has recommended their appointment as the Auditors of the Company.

None of the Directors, Key Managerial Personnel and their relatives are concerned or interested in Item No. 3 of the Notice.

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

Date : April 30, 2020
Place : Mumbai

**Sangeeta Shetty
Company Secretary**

OUR VALUES ENABLE YOU TO GROW YOUR WEALTH



Aditya Birla Money Limited
(A subsidiary of Aditya Birla Capital Ltd.)



**ADITYA BIRLA
CAPITAL**

PROTECTING INVESTING FINANCING ADVISING

INTRODUCTION

We live by our core values and our cultural anchors. They are the very fabric of our organization. Our people, our processes, our vision and our outcomes are all guided them.

In good times, our core values and cultural anchors guide us to choose our opportunities prudently and embrace our successes with humility. In tough times, they embolden us to stay the course, and inspire us to give our best, together as a team. On a daily basis and in the long run, our values and culture define every aspect of our organization. They drive us to excellence by:

- ▶ Guiding every employee to make the right decisions
- ▶ Motivating our teams to bring out the best in us
- ▶ Attracting and retaining the best talent
- ▶ Helping attract customers who share the same values
- ▶ Enabling us to deliver the highest standard in customer satisfaction
- ▶ Motivating us to drive business growth with stability

