



14th July, 2025

To,
National Stock Exchange of India Limited,
Exchange Plaza, Plot No. C/1, G Block,
Bandra-Kurla Complex,
Bandra (East), Mumbai – 400051.
NSE Symbol: SBFC

To,
BSE Limited,
Phiroze Jeejeebhoy Towers,
21st Floor, Dalal Street,
Mumbai – 400001.
BSE Equity Scrip Code: 543959

Dear Sir/Madam,

**Sub: Proceedings of the 18th Annual General Meeting of SBFC Finance Limited (“the Company”)
held on Monday, 14th July, 2025**

Dear Sir/Madam,

In compliance with regulation 30 and other applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed proceedings of the 18th Annual General Meeting of the Company held on Monday, 14th July, 2025 at 2:30 p.m. (IST) through Video Conferencing / Other Audio-Visual Means. The meeting commenced at 2:30 p.m. (IST) and concluded at 3.32 p.m. (IST).

You are requested to take the above on record.

Yours faithfully,

For **SBFC Finance Limited**



Namrata Sajnani
Company Secretary & Chief Compliance Officer

SBFC Finance Limited

Registered Office: Unit No. 103, 1st Floor, C&B Square, Sangam Complex, Andheri Kurla Road, Village Chakala, Andheri (East) Mumbai - 400 059
T. : +91-22-67875300 • F : +91-22-67875334 • www.SBFC.com • Email: complianceofficer@sbfc.com

CIN No : L67190MH2008PLC178270



Summary of proceedings of the 18th Annual General Meeting of the shareholders of the Company

The 18th Annual General Meeting (“AGM”/“Meeting”) of the shareholders of SBFC Finance Limited (“the Company”) was held on Monday, 14th July, 2025 commenced at 2:30 p.m. (IST) through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”) in accordance with the Ministry of Corporate Affairs (“MCA”) General Circulars and the Securities and Exchange Board of India (“SEBI”) Circulars (collectively referred to as MCA and SEBI circulars).

Ms. Namrata Sajnani, Company Secretary & Chief Compliance Officer, welcomed the shareholders to the AGM and briefed them on few procedural aspects relating to participation at the Meeting through VC.

Mr. Neeraj Swaroop, Independent Director & Chairman of the Board, Chaired the AGM. The requisite quorum being present, the Chairman called the meeting to order.

Thereafter, Mr. Aseem Dhru welcomed and introduced all the Directors present at the Meeting. The Directors present were:

Sr No	Name	Designation
1	Mr. Neeraj Swaroop	Chairman & Independent Director; attended the Meeting from Mumbai
2	Mr. Aseem Dhru	Managing Director & CEO; attended the Meeting from Company’s Registered Office
3	Mr. Mahesh Dayani	Executive Director; attended the Meeting from Company’s Registered Office
4	Mr. Rajesh Agrawal	Independent Director and Chairperson of Nomination and Remuneration Committee; attended the Meeting from Mumbai
5	Ms. Surekha Marandi	Independent Director and Chairperson of Stakeholders’ Relationship Committee, Corporate Social Responsibility Committee and Risk Management Committee; attended the Meeting from Navi Mumbai
6	Mr. Ravi Venkatraman	Independent Director and Chairperson of Audit Committee; attended the Meeting from Mumbai
7	Mr. Koni Uttam Nayak	Independent Director and Chairperson of IT Strategy Committee; attended the Meeting from Tanzania
8	Mr. John Mescall	Nominee Director; attended the Meeting from Ireland
9	Mr. Jonathan Tatur	Nominee Director; attended the Meeting from France
10	Mr. Leroy James Langeveld	Additional Nominee Director; attended the Meeting from Singapore

Further, he informed that the Chief Financial Officer and Company’s Statutory Auditors, Secretarial Auditors and the Scrutinizer for the AGM were also present in the AGM through VC.

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He further informed the shareholders that the Statutory Auditors' Report and Secretarial Auditors' Report for the financial year ended 31st March, 2025 did not contain any qualifications and hence the Notice of the AGM and Auditors Report alongwith financials for the financial year ended 31st March, 2025, were taken as read.

Thereafter, Ms. Namrata Sajnani informed the shareholders that the Company has complied with all the provisions of the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the applicable circulars of MCA and SEBI with regard to holding the AGM through Video Conferencing. Further, she informed that the Company had made all the necessary efforts for enabling shareholders to participate in the AGM through Video Conferencing and cast vote on the items being considered at the AGM. She informed shareholders that the Company had provided remote e-voting facility to all the shareholders holding equity shares as on the cut-off date of Monday, 7th July, 2025, on the proposed resolutions given in the Notice of the AGM, through the platform provided by KFin Technologies Limited, the Registrar & Share Transfer Agent of the Company.

She informed the shareholders that the remote e-voting commenced on Thursday, 10th July, 2025 at 9:00 a.m. (IST) and ended on Sunday, 13th July, 2025 at 5:00 pm (IST) and that the Company had provided the shareholders the facility to cast their vote electronically, on all resolutions set forth in the Notice of the AGM. She stated that shareholders who attended the AGM through VC facility and had not cast their votes through Remote e-voting facility were provided an opportunity to cast their votes through the e-voting system during the AGM. Then she informed the shareholders that the e-voting for the businesses to be transacted as per the notice of the AGM has commenced and the voting tab on the screen has been activated to enable the shareholders to cast their votes for the shareholders attending the AGM who had not cast their votes by remote e-voting.

She further informed the shareholders that the combined result of remote e-voting and e-voting at the AGM along with the Scrutinizer's Report will be uploaded on the website of the Company as well as on the website of National Stock Exchange of India Ltd. and BSE Ltd. within two working days from the conclusion of the AGM and that it will also be displayed on the notice-board at the Registered Office of the Company.

Ms. Sajnani informed the shareholders that the Statutory Registers as required under the Companies Act, 2013 and other relevant documents mentioned in the Notice were available for e-inspection.

Then, Mr. Aseem Dhru, delivered his speech briefing the shareholders present on the performance of the Company and existing economic scenario.

Mr. Aseem Dhru invited the shareholders who had registered themselves as speakers to ask questions or express their views. The moderator accordingly announced their names. After the shareholders asked questions, Mr. Narayan Barasia, Chief Financial Officer responded to the queries raised by them.

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Thereafter, Ms. Namrata Sajnani, moved to the following items of businesses to be transacted at the AGM as specified in the Notice of the AGM:

Sr No	Particulars	Type of Resolution
ORDINARY BUSINESS:		
1.	To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the year ended March 31, 2025, together with the reports of the Board of Directors and the Auditors thereon	Ordinary Resolution
2.	To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the year ended March 31, 2025, together with the report of the Auditors thereon	Ordinary Resolution
3.	To appoint a Director in place of Mr. John Mescall (DIN: 08385575), who retires by rotation, and being eligible, offers himself for re-appointment	Ordinary Resolution
SPECIAL BUSINESS:		
4.	Appointment of M/s Parikh & Associates, Company Secretaries as Secretarial Auditors of the Company	Ordinary Resolution
5.	Appointment of Mr. Leroy James Langeveld (DIN: 11068486), as Non-Executive Nominee Director of the Company	Ordinary Resolution
6.	Amendments to SBFC Stock Option Policy I 2018	Special Resolution
7.	Amendments to SBFC Stock Option Policy 2021 – I	Special Resolution
8.	Issuance of debt securities including but not limited to Non-Convertible Debentures or such other debt securities	Special Resolution

Thereafter, the Managing Director thanked the shareholders for their presence and active participation and support extended to the Company. He also thanked the Directors, Statutory Auditor and Secretarial Auditor for joining the AGM virtually.

The remote e-voting facility was kept open for the next 15 minutes to enable the shareholders to cast their vote. The AGM concluded upon completion of the e-voting process at 3.32 pm (IST).

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