



GFL/Comp./2023/085

August 25, 2023

The National Stock Exchange of India Limited,
Exchange Plaza,
Bandra-Kurla Complex,
Bandra (E),
Mumbai-400 051

Kind Attn: Head – Listing Department / Dept of Corporate Communications

Subject: Proceedings of the Extra-Ordinary General Meeting

Dear Sir / Madam,

Pursuant to Regulation 51 read with Part B of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed proceedings of the Extra-Ordinary General Meeting of the Company held on Friday, August 25, 2023, at 11:00 a.m. at shorter notice at the Registered Office of the Company at Godrej One, Pirojshanagar, Eastern Express Highway, Vikhroli (East), Mumbai – 400079.

We request you to take the aforesaid on records.

Thanking you,

**Yours sincerely,
For Godrej Finance Limited**

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JAYESH
PAREKH
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**Heer Jayesh Parekh
Company Secretary & Compliance Officer**



PROCEEDINGS OF THE EXTRA-ORDINARY GENERAL MEETING OF GODREJ FINANCE LIMITED ("THE COMPANY") HELD ON FRIDAY, AUGUST 25, 2023, AT 11:00 A.M. AT SHORTER NOTICE AT THE REGISTERED OFFICE OF THE COMPANY AT GODREJ ONE, PIROJSHANAGAR, EASTERN EXPRESS HIGHWAY, VIKHROLI (EAST), MUMBAI – 400 079 AND CONCLUDED AT 11:15 A.M.

1. Mr. Manish Shah, Non – Executive Director was unanimously appointed as the Chairperson of the Meeting. He took the Chair and after ascertaining presence of requisite quorum, he welcomed the Members present at the Extra-Ordinary General Meeting (EGM) and commenced the proceedings.
2. The Chairperson requested the Members to note that pursuant to the provisions of Section 101(1) of the Companies Act, 2013 ("the Act"), consent from requisite Members had been obtained to convene the EGM at a shorter notice and accordingly the EGM was held at a shorter notice.
3. The Chairperson informed the Members that Mr. Pirojsha Godrej, Non-Executive Chairperson of the Board, Ms. Anisha Motwani, Independent Director & Chairperson of the Audit Committee and Mr. Hemant Adarkar, Independent Director & Chairperson of the Nomination and Remuneration Committee were unable to attend the meeting due to other commitments.
4. No proxy had been received by the Company.
5. The Chairperson informed the Members that in accordance with the Secretarial Standard on General Meetings, the Company had exempted the Secretarial Auditor and Statutory Auditor of the Company from attending the Meeting.
6. The Chairperson informed the Members that the Notice convening the EGM had been sent through physical / electronic mode. With the Notice already circulated to all Members, the Notice convening the EGM were taken as read.
7. The Chairperson further informed the Members that all relevant documents referred to in the Notice were available for inspection of the Members throughout the EGM.



8. The Chairperson explained the objective and implication of the resolution with respect to the following item of business as laid down in the Notice of the EGM dated August 24, 2023:

Item No.	Description	Type of Resolution
1.	Alteration of the Memorandum of Association of the Company.	Special

9. The Members unanimously passed the resolutions pertaining to the aforesaid items of businesses, as set out in the EGM Notice, by show of hands.
10. The Chairperson thanked the Members and the EGM was concluded at 11:15 a.m.

For Godrej Finance Limited

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Heer Jayesh Parekh
Company Secretary & Compliance Officer