

**92ND ANNUAL GENERAL MEETING OF SALEM ERODE INVESTMENTS
LIMITED**

MODERATOR: Announcement by the host to start the meeting

T.G. Babu (Chairman and Independent Director):

“Good Morning Shareholders, Ladies and Gentlemen. A warm welcome to all of you. Thank you for joining the 92nd Annual General Meeting of Salem Erode Investments Limited.”

“As the requisite quorum is present, I call the meeting to order.”

“Before we start the proceedings, may I request all to stand up for a silent prayer.”

One Minute Silent Prayer

“Thankyou”

“I am T.G. Babu, Chairman and Independent Director of Salem Erode Investments Limited. I hope all of you and your loved ones are in the pink of your health. Let me introduce you the members of the Board and senior management of the Company present with us today at the corporate office of the Company at Irinjalakuda - Mr. K.G. Anilkumar (Managing Director), Ms. Umadevi Anilkumar (Non-Executive Director), Mr. Saseendran Veliyath (Independent Director), Mr. A.A. Balan (Independent Director), Mr. Madhavankutty T. (Chief Financial Officer), Ms. Manisha N. Menon (Company Secretary & Compliance Officer). In addition, we also have Mr. Manikandan C.K (Statutory Auditor), Mr. Yacob P.O. (Secretarial Auditor), Mr. Saji Mathew (Internal Auditor) and Directors of Holding Company, ICL Fincorp Limited - Mr. Shinto Stanly, Mr. Sreejith S. Pillai and Mr. K.K.Wilson. The Chairman & members of Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee are present in the meeting.

As we have sufficient number of members participating for the Annual General Meeting through video conferencing, accordingly the meeting is properly constituted and I call this meeting to order. All efforts feasible under the circumstances have indeed been made by the Company to enable members to participate and vote on the items being considered in the meeting. As the meeting is being convened through audio/video mode as per the circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India, the Notice, Directors’ Report, Financial Statements, Statutory Audit Reports, Secretarial Audit Reports and the explanations thereto, as included in the Annual Report will be considered as read. However, there are few qualifications made by the Secretarial Auditor of the Company in its secretarial audit report for the financial year 2022-23.

“May I now request our Company Secretary to explain the legal formalities of the meeting.”

CS: Company Secretary to read out the legal formalities

“Good Morning all. Welcome to the 92nd Annual General Meeting of Salem Erode Investments Limited. This meeting is being held through video conferencing according to the circulars issued by the Ministry of Corporate Affairs, applicable provisions of the Companies Act, 2013 and the SEBI Listing regulations. The Company has enabled the members to participate in the 92nd Annual General Meeting through the audio/video conferencing facility as per the circulars of Ministry of Corporate Affairs and Securities and Exchange Board of India considering the convenience of the shareholders. The proceedings of this meeting are webcasted live for all the shareholders as per the details provided in the notice to the Annual General Meeting. The proceedings of this meeting are being recorded for compliance purposes. In accordance with the provisions of the Companies Act and the SEBI Listing regulations, the members have been provided with the facility to exercise their right to vote by electronic means both through remote e-voting facility and e-voting at the Annual General Meeting. The remote e-voting facility was made available to all the members holding shares as on the cut-off date of 08th day of July, 2023, during the period commencing from Wednesday i.e. 12th day of July 2023 at 10.00 a.m. IST to Friday, 14th day of July, 2023 at 05.00 p.m. IST. Remote e-voting has been blocked on 14th day of July, 2023 at 05.00 p.m. IST. Members joining the meeting through video conferencing facility who have not yet casted their vote through remote e-voting, may vote through their e-voting facility as provided in the Notice of Annual General Meeting. The members who have cast their vote through remote e-voting prior to the meeting shall not be eligible to cast their vote once again. The Board of Directors has appointed Mr. Yacob P.O. as the scrutinizer for this meeting. Based on the report of the scrutinizer, the combined results of remote e-voting and the voting done at the meeting today will be announced and displayed on the website of the Company and will also be submitted to the stock exchange as per the requirements under the SEBI Listing regulations.

I would like to put forth certain points which are relevant for participation in this meeting. Since there is no requirement of physical attendance of the members, the requirement of appointing proxies is not applicable. However, the body corporates are entitled to appoint representatives to attend the meeting through video audio means and cast their vote. The registered office of the Company at Chennai is deemed to be considered as the venue for this AGM. All the members whose e-mail ID's are registered as on the cut-off date i.e, on 16th day of June, 2023 were provided with all the documents connected to the Annual General Meeting along with the Notice and it was also put on the website of the Company, CDSL & BSE.

All the members who have joined this meeting are by default placed on mute to abstain from any disturbance arising from the background noise and to ensure smooth conduct of the meeting. Please ensure that wifi is not connected to any other devices for attending the AGM throughout. Also ensure that no other disturbances are felt in the meeting and there is a proper lighting to have a good audio video experience.

If any shareholder has to raise any questions they can express, it in the chat box provided for the same purpose and responses to the questions will be given during the course of the meeting or the Chairman will address the speaker subject to the availability of the time. During the course of the AGM if the member faces any technical issues, he may contact the helpline number as mentioned in the notice of the AGM.

Thank you, and now may I request the Chairman, to take forward the proceedings.

Over to you sir.

T.G. Babu (Chairman and Independent Director):

“Thank you Manisha”

“Now let me invite Our Managing Director Mr. K.G. Anilkumar to address the shareholders.”

Mr. K.G. Anilkumar (Managing Director):

Good morning everybody. I would like to welcome all the shareholders to the 92nd Annual General Meeting of Salem Erode Investments Limited. I thank all the members who have joined this meeting. I hope all of you are safe and in good health. The management has decided to conduct its Annual General Meeting through audio/ video mode again as per the directions as received from the Ministry of Corporate Affairs and SEBI, the livestreaming of which is available to all the members of the Company. The Company has taken requisite steps to enable members to participate and vote on the items being considered at the AGM. Members who have not voted earlier through remote e-voting can cast their vote on the course of the meeting through e-voting facility. The notice and the Annual Report 2022-23 has already been circulated to the members electronically. With your permission, I shall take it as read.

Now coming to the business of our Company Salem Erode Investments Limited, in 2022-23 the Company focused on transforming business by providing customers fast, hassle-free and efficient services. We placed strong emphasis on credit and collections management and best-in-class governance and risk management practices. Thus with this we want to create a strong bond between the Company, its management, shareholders and other stakeholders including society at large.

We strongly believe that gold loan financing remains an attractive space. The gold loan industry will continue to grow sustainably, driven by multiple factors, including changing attitudes towards applying for gold loans, large volume of existing gold stock held by households and rural communities, availability of gold loan on highly flexible terms, safe, secure and free storage of gold by lenders etc.

Furthermore, India's gold loan market is still underpenetrated considering the abundant availability of gold as collateral with Indian private households and the existing size of the gold loan market. The government and regulators are introducing positive change in the financial services spectrum. This is encouraging as their objective is to provide access to financial services to those who are on the periphery of organised channels of finance and also to usher a greater proportion of transactions, savings and credit into the formal financial system. We are committed to the goal of financial inclusion and our operations are a humble contribution to society.

SEIL is primarily engaged in the gold loan business. Gold loans are secured loans where customers pledge their gold jewellery or ornaments as collateral for funds. The loan cycle is typically short-term in nature. In 2022-23, the company successfully opened two new branches in Odisha and in the current financial year 3 more branches in Odisha thus making total branch strength of the Company to 16 Branches. We are also aiming to open a total of 50 new branches in this Financial Year after doing a thorough research on the business friendly states in India. This expansion demonstrates our commitment to geographic diversification and increased market presence. Despite the challenging economic conditions, the company's total asset size increased from Rs. 39 cr to Rs. 39.5 cr. This signifies the company's ability to attract and manage increased funds, further strengthening its financial position. Over time, the company has been reducing its unsecured loan portfolio and emphasising on secured loans, particularly gold loans. This strategic shift aims to minimise credit risk by enhancing collateral-backed loans, thereby protecting the company's interests in case of default. Thus, branch expansion in Odisha, growth in total asset size, and a strategic focus on secured loans, specifically gold loans, comprised the key highlights of the year. These achievements demonstrate the company's ability to execute its strategic objectives and adapt to market dynamics in order to optimize its performance and enhance its position in the financial services market. Unlocking our Potential SEIL took several steps to entrench its presence in the gold loan business and explore complementary business opportunities. Opening two new branches in Odisha last year was a significant step to strengthen the company's presence in the gold loan business. This expansion helped the company establish a stronger foothold in the eastern and northern regions to cater to the growing demand for secured lending. The company identified Odisha and northern states as the best regions to conduct its secured gold loan business. This strategic decision allowed the company to

concentrate its resources and efforts in regions that exhibit higher potential for gold loan demand. By targeting specific markets with a favourable outlook, the company will optimize its operations, develop strong local relationships, and capture a larger market share in these regions. While the primary focus remained on the gold loan business, we are also exploring opportunities for complementary businesses that align with the company's core expertise in lending and asset-backed operations.

Our Roadmap towards a Brighter Tomorrow Going forward, the company will focus on expanding its loan portfolio by targeting new customer segments and regions. This will involve launching new loan products or customized lending solutions to cater to specific market needs. Investing in digital technologies and infrastructure will benefit the company over the long run. This includes implementing advanced lending platforms, mobile apps, and automated underwriting processes. Digital transformation will enhance operational efficiency, improve customer experience, and enable the company to stay competitive in the rapidly evolving digital landscape. A strong talent pool enables the company to adapt to changing market dynamics and drive innovation. Hence, developing a skilled and motivated workforce is crucial for long-term success. Some of our forward plans include investing in employee training and development, attracting top talent, and implementing a performance management system. In closing, I would like to mention that as a nation that is geared towards enhanced economic growth and social empowerment, we are privileged to drive our humble mandate of financial inclusion, taking customers, investors and the larger community of stakeholders on the way towards a brighter tomorrow.

I now request those Members who have registered as speaker shareholders to ask their questions, one by one. May I now request the Company Secretary to call out the names of the registered speaker shareholders.

Company Secretary to call names of the speaker shareholders one by one, based on the list of speaker shareholders.

1. Mr. Subhash Kar - IN302269 12462717, PAN-AFZPK5510P,
MOB-91 9230339594

Shareholders to ask question

Once all speaker shareholders have raised their queries Chairman to state the following:

T.G. Babu (Chairman and Independent Director):

Thank You shareholders for your active participation in the AGM. I would now request the Managing Director to respond to all the queries.”

Mr. K.G. Anilkumar (Managing Director):

Thankyou Chairman

The Managing Director to respond to the queries of the shareholders.

Manisha Menon (Company Secretary):

Thank you Sir and with this I would once again read out in brief the items laid out in the notice of Annual General Meeting and would request all those shareholders who have not casted their votes, to cast their votes as soon as possible.

Item No. 1: Approval of audited financial statements of the Company for the financial year ended March 31, 2023

Item No.2: Appointment of a Director in place of Mr. K.G. Anilkumar, who retires by rotation and being eligible, offers himself for re-appointment

Item No.2: Re-appointment of M/s. Manikandan & Associates, Chartered Accountants, Thrissur as the Statutory Auditors of the Company and fixation of remuneration.

The Secretarial Auditor has raised few qualifications in the Secretarial Audit Report for the financial year 2022-2023, though these qualifications do not have a material adverse effect on the financial statements or on the functioning of the Company. Those are as follows:

1. The Company has not complied with the provisions laid under section 124 (6) of the Act read with rule 6 of the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 and regulation 39(4) of the Listing Regulations with respect to the transfer of Equity Shares in respect of which dividend has not been paid or claimed for seven consecutive years or more to Investor Education and Protection Fund and its related reportings.

Explanation is:

The issue in connection to Investor Education and Protection Fund should be sorted from its head office located in New Delhi itself and the Company has tried to approach authorities and some consultants located in Delhi but still have not received any kind of support to sort the matter, however having said so the Company assures to resolve all the technical issues in this financial year 2023-24 and do away with all the necessary filings.

2. The Company has complied with the provisions of Act with respect to issue and allotment of 21,500 Secured Redeemable Non-Convertible Debentures and has delivered all security certificates in all instances. However, delay beyond 2 months has occurred in crediting said Debentures to the account of debenture holders with Depositories.

Explanation is:

The Depositories were migrating into a complete online based service portal and therefore at that point of time, there were some technical glitches due to which some delay in crediting the debentures to the account of debentureholders had occurred. The Company has since then worked on it and will avoid delays in crediting the debentures to debentureholders account in future.

3. The Company has not complied with para 4(i) of Schedule III to the Companies Act, 2013 with respect to rounding off in financial statements for the financial year 2021-22.

Explanation is:

The amendment in the said para 4(i) of Schedule III to the Companies Act, 2013 with respect to rounding off in financial statements came to notice only after the finalization of the financial statement for the year 2021-22. The moment it was noticed, the financials with rounded off figures were prepared.

4. The Company has complied with regulation 47 (4) of the Listing Regulations with respect to the publishing of financial results, as specified in regulation 33 for the quarter ended 30.06.2022. Even though publications were made in English language newspaper and Tamil language newspaper, the same was not published in the language of the region, where the registered office of the Company is situated.

Explanation is:

The translation of financial results from English language to regional language takes time and for this purpose we have to submit the financial result (approved in all respect) to the publisher in due time. Due to paucity of time, the translation in regional language was not possible. However, the Company has become more vigilant in submitting the relevant document to the publishers on time, to get the article published in regional language as well.

5. The Company has complied with regulation 74(5) of the Depository Regulations with respect to dematerialization of securities, except delay in submission of certificates for the quarter ended 30.06.2022 & 31.12.2022 with the stock exchange within stipulated time and non-submission of certificates with depositories for the quarter ended 31.03.2022 & 30.06.2022.

Explanation is:

The Company has inadvertently overlooked submitting certificates to the depositories for the quarter ended 31.03.2022 & 30.06.2022 and since then has been taking due care to submit the certificates to the depositories on time with respect to quarters ending 30.09.2022, 31.12.2022 and 31.03.2023. Necessary measures are being taken by the management to avoid delays in future.

6. During the financial year under review, slight delay in reporting of few matters were noticed as follows:

- The Company has complied with SEBI circular No. SEBI/HO/DDHS/CIR/P/2018/144 dated 26.11.2018 with respect to submission of confirmation on non-applicability of disclosures by Large Entities, except within stipulated time.

Explanation is:

The document was supposed to be submitted in the month of April but as the document was over-looked it was submitted in the month of July. Necessary measures are being taken by the management to avoid the same in future.

- The Company has complied with 33(3)(d) of the Listing Regulations with respect to submission of financial results for the financial year ended 31.03.2022, except filing of financial results in XBRL mode within stipulated time.

Explanation is:

Due to technical failures, slight delay of few minutes occurred. The Company has taken sufficient measures to overcome the same in future.

- The Company has complied with regulation 30 (2) read with sub-para 4 of Para A of Part A of Schedule III of the Listing Regulations with respect to disclosure of outcome of Board Meetings held on 27.05.2022, except within stipulated time.

Explanation is:

Due to technical failures, slight delay of 1 minute and 24 seconds occurred. The Company has taken sufficient measures to overcome the same in future.

The results of the e-voting will be announced on or before 17th day of July, 2023 and will also be uploaded on the website of the Company, stock exchange and CDSL. I repeat all those who have not voted on the remote e-voting has been granted 15 more minutes after the conclusion of the meeting. With your consent I and other Board members will now leave the meeting and would request all shareholders for a healthy and safe future.

I once again thank everyone for your kind attention.