



MANAPPURAM FINANCE LIMITED

Make Life Easy

Ref: Sec/ SE/ 150/2021-22

Date: 26.08.2022

BSE Limited Phiroze Jeejeebhoy Towers Dalal Street Mumbai- 400001 Scrip Code: 531213	National Stock Exchange of India Limited 5th Floor, Exchange Plaza Bandra (East) Mumbai - 400 051 Scrip Code: MANAPPURAM
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Dear Sir/ Madam,

Please find attached the summary of proceedings of the 30th Annual General Meeting of the Company held on Thursday, 25th August, 2022 as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

We are also enclosed herewith the voting results of Annual General Meeting held on Thursday, 25th August, 2022 along with Scrutinizers Report in this Regard.

Request you to kindly take the same on your record.

Thanking you.

Yours Faithfully,

For Manappuram Finance Limited

Manojkumar V.R
Company Secretary
Ph: +91 9946239999

India's First Listed and Highest Credit Rated Gold Loan Company

Registered & Corporate Office : (CIN-L65910KL1992PLC006623) IV/470A (old) W638A(New), Manappuram House, Valapad, Thrissur, Kerala - 680 567, India
Tel : 0487 - 3050100, 3050108 Fax : 0487 - 2399298 E mail : mail@manappuram.com Website : www.manappuram.com

PROCEEDINGS AT THE 30TH ANNUAL GENERAL MEETING HELD ON THURSDAY, AUGUST 25, 2022, AT 11.00 A.M. AT LATHA CONVENTION CENTRE (FORMERLY KNOWN AS ANUGRAHA AUDITORIUM), VALAPAD, THRISSUR, KERALA - 680 567 AS PER REGULATION 30 OF SEBI (LODR) REGULATIONS, 2015

Mr. Shailesh J Mehta, Chairman of the Company chaired the meeting.

Address by Company Secretary

Mr. Manoj Kumar V R, Company Secretary informed the meeting that Mr. Shailesh J Mehta, Chairman of the Company, Mr. Abhijit Sen, Chairman of the Audit Committee and Adv. V.R.Ramachandran, Chairman of Stakeholders Relationship Committee are present in the meeting. He further informed the meeting that two directors of the Company, Mr. Harshan Kollara and Mr. Gautam Narayan respectively were not able to be present in the meeting, but they have conveyed their regards to all the shareholders. As Mr. Harshan Kollara, Chairman of Nomination Compensation and Corporate Governance Committee was not able to attend the meeting, he has authorized Mr. Shailesh J Mehta (member of the said Committee) on this behalf. All other Board members are present in the meeting. Thereafter Mr. Manoj Kumar V R, Company Secretary requested the Chairman to call the meeting to order and the Chairman declared that there was proper quorum for the meeting and called the meeting to order. Thereafter the meeting commenced with a Silent prayer.

After silent prayer, Mr. Manoj Kumar V R, Company Secretary welcomed all Shareholders, Directors, representatives of Statutory Auditors, Secretarial Auditors, Scrutinizer, representative of e-voting service provider CDSL, promoters, and senior officials of the company & its subsidiary companies to the meeting.

Chairman's address

Mr. Shailesh J Mehta, Chairman welcomed all the participants to the meeting. In his brief speech, the Chairman outlined the company's creditable performance during the financial year 2021-22 despite being a year hit by waves of covid and war tensions. The Chairman congratulated the senior management and the employees who have toiled hard to achieve the creditable results.

The Chairman also pointed out to the meeting that the Corona outbreak forced the corporate world to embrace the digital way due to physical mobility restrictions. As the company has always been in the forefront of adoption of digital strategies to connect with its customers, it gained momentum during the period. The Chairman also mentioned in his speech that the digital initiatives of the company like online and doorstep gold lending are enhancing customer satisfaction while ensuring safety is not compromised. He also

mentioned in his speech about the digitalizing of operations in regional offices of the company and also the paperless office adopted by the company as a part of its digital initiatives.

The Chairman also mentioned in his speech about the sustainability practices adopted by the company in tune with international practices, and how the same boosted the performance and reputation of the company.

The Chairman in his speech also mentioned about the CSR initiatives undertaken by the Company in the field of healthcare and education.

The Chairman also expressed his optimistic view about a rise in demand in both urban and rural areas due to increased economic activity and thereby an increased demand for more loans from the areas.

At the end of his speech, the Chairman expressed his sincere thanks to all the shareholders, the Board members, and Managing Director & Chief Executive Officer Mr. V P Nandakumar for their valuable advice and guidance.

MD & CEO's Message

Mr. V P Nandakumar, Managing Director and Chief Executive Officer of the company welcomed all Shareholders, Directors, representatives of Statutory Auditors, Secretarial Auditors, Scrutinizer, representative of e-voting service provider CDSL, promoters, and senior officials of the company & its subsidiary companies to the meeting.

The Managing Director and Chief Executive Officer of the company explained to the shareholders about the important reasons for the reduced profits from Asirvad Micro Finance Limited, a subsidiary of the Company, due to the impact of Covid.

The MD & CEO also expressed his optimistic view about the micro finance business due to the regulatory changes applicable from this financial year. In this regard he informed the meeting that the elimination of margin cap has given the companies pricing freedom, which is expected to elevate profits in microfinance. He further informed the meeting that an increase in limit of doing non-MFI business up to 25%, will enable growth of secured portfolio, thereby bringing in a better mix of business.

Thereafter the MD & CEO also mentioned in his speech that the gold loan business was adversely affected due to Covid. In this regard the MD & CEO informed the meeting that one of the major segments of the company is loans with ticket sizes of less than Rs. 1, 00, 000, and due to the pandemic, the majority of customers in that segment were adversely affected and they are yet to fully come back to normalcy. MD &

CEO also expressed his optimistic view that things are shaping up, and we are positive that these customers will come back to us. The MD & CEO also informed the meeting that the Company is also diversifying into MSME and digital lending etc..

The MD & CEO also expressed his view that, on a macro perspective many countries across the world is grappling with grave issues, India is one of the fastest growing major economies in the world. In this regard the MD & CEO also expressed his view that even when a country like China has 0% growth, India is growing at a rate of 7% approximately and there are also signs of inflation cooling down.

Before concluding his speech, the MD & CEO opined that our nation shown exceptional resilience during the pandemic days, and these are the signs of strength of our nation and is promising factor for the Company also. Hence, we are expecting growth and success in the forthcoming days.

The MD & CEO also expressed his happiness to connect with the shareholders in person as annual general meeting was conducted in physical mode. At the end of his speech, the MD & CEO expressed his sincere thanks to all the shareholders, and the Board members for their valuable advice and guidance.

Notice convening the meeting.

Notice dated 05th July 2022 convening the 30th Annual General Meeting of the Company at Latha Convention Centre (Formerly known as Anugraha Auditorium) Valapad, Thrissur, Kerala - 680 567 at 11.00 A.M. was read at the meeting by the Company Secretary, Mr. Manoj Kumar V.R.

ORDINARY BUSINESS:

Item No 1.

To receive, consider and adopt the Audited Financial Statements including Consolidated Financial Statements of the Company for the financial year ended March 31, 2022 and the reports of the Board of Directors and the Auditors thereon.

Item No 2.

To appoint a director in place of Mr. Gautam Ravi Narayan (DIN: 02971674), who retires by rotation, and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS

Item No 3.

Re-appointment of Mr. V.P. Nandakumar (DIN: 00044512) as Managing Director and Chief Executive Officer of the Company.

Open Forum

Few questions were raised by the Shareholders and the MD & CEO, Mr. V.P. Nandakumar and CFO Ms. Bindu A L answered to the queries.

E-Voting

CS Suresh M V, FCS, Senior Partner, SMS & Co, Company Secretaries LLP was appointed by the Board of Directors as the Scrutinizer for conducting the electronic voting process in a fair and transparent manner. The meeting was informed that venue e-voting is arranged for those members who have not casted their votes during the remote e-voting period.

Vote of Thanks

The meeting concluded with a vote of thanks to the chair, directors, members and other participants by the Company Secretary, Mr. Manoj Kumar VR.

- All the Documents pursuant to the MCA circular and Companies Act, 2013 were available for inspection.
- Meeting Commenced at 11:00 AM and concluded at 1:45 P.M.
- The Company will separately intimate the results of e-voting to the Stock Exchanges.
- This document does not constitute minutes of the proceedings of the Annual General Meeting of the Company.

Manoj Kumar VR
Company Secretary

Voting Results

Date of AGM	25-08-2022
Record Date	18-08-2022
Total number of shareholders on record date	419144
No. of shareholders present in the meeting either in person or through proxy:	
a) Promoters and Promoter Group	3
b) Public Not Applicable	347
No. of Shareholders attended the meeting through Video Conferencing	
a) Promoters and Promoter Group	Not Applicable
b) Public	Not Applicable
No. of Resolutions passed in the meeting	3

Manappuram Finance Limited

Resolution Required : (Ordinary)		1 - Adoption of the Audited Financial Statements including Consolidated Financial Statements of the Company for the financial year ended March 31, 2022 and the reports of the Board of Directors and the Auditors thereon.						
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	297651014	297630289	99.9930	297630289	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		297630289	99.9930	297630289	0	100.0000	0.0000
Public Institutions	E-Voting	357053751	298952248	83.7275	298952248	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		298952248	83.7275	298952248	0	100.0000	0.0000
Public Non Institutions	E-Voting	191689964	5945343	3.1015	5932649	12694	99.7865	0.2135
	Poll		2061291	1.0753	2061291	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		8006634	4.1769	7993940	12694	99.8415	0.1585
Total		846394729	604589171	71.4311	604576477	12694	99.9979	0.0021

Manappuram Finance Limited

Resolution Required : (Ordinary)		2 - Reappointment of Mr. Gautam Ravi Narayan (DIN: 02971674), as Director who retires by rotation, being eligible, offers himself for re-appointment.						
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
			[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100
Promoter and Promoter Group	E-Voting	297651014	297630289	99.9930	297630289	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		297630289	99.9930	297630289	0	100.0000	0.0000
Public Institutions	E-Voting	357053751	301226837	84.3646	232246190	68980647	77.1001	22.8999
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		301226837	84.3646	232246190	68980647	77.1001	22.8999
Public Non Institutions	E-Voting	191689964	5937601	3.0975	5877290	60311	98.9843	1.0157
	Poll		2061291	1.0753	2057291	4000	99.8059	0.1941
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		7998892	4.1728	7934581	64311	99.1960	0.8040
Total		846394729	606856018	71.6989	537811060	69044958	88.6225	11.3775

Manappuram Finance Limited

Resolution Required : (Ordinary)		3 - Re-appointment of Mr. V.P. Nandakumar (DIN: 00044512) as Managing Director and Chief Executive Officer of the Company.						
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	297651014	297630289	99.9930	297630289	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		297630289	99.9930	297630289	0	100.0000	0.0000
Public Institutions	E-Voting	357053751	301226837	84.3646	206936971	94289866	68.6981	31.3019
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		301226837	84.3646	206936971	94289866	68.6981	31.3019
Public Non Institutions	E-Voting	191689964	5938569	3.0980	5916621	21948	99.6304	0.3696
	Poll		2061291	1.0753	2057291	4000	99.8059	0.1941
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		7999860	4.1733	7973912	25948	99.6756	0.3244
Total		846394729	606856986	71.6991	512541172	94315814	84.4583	15.5417



Suresh M V
M Com, LLB, FCS
Senior Partner

SMS & CO
COMPANY SECRETARIES LLP

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Email : smscollp@gmail.com, sureshmv1966@gmail.com

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REPORT OF SCRUTINIZER

[Pursuant to Section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 - as amended]

To,
The Chairman
M/s Manappuram Finance Ltd
(CIN - L65910KL1992PLC006623)
Regd. Office IV/470 A (old) W638A (New)
Manappuram House,
Valapad PO Thrissur- 680567

Dear Sir,

Sub: Report of Remote e-voting process and e - voting at the 30th Annual General Meeting of M/s MANAPPURAM FINANCE LIMITED held on 25th August 2022

I, SURESH.M.V, Practicing Company Secretary holding Membership No FCS 9741 and Certificate of Practice No: 17830, was appointed by the Board of Directors of M/s Manappuram Finance Ltd (The Company) as the Scrutinizer (*pursuant to Section 108 of the Companies Act 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 as amended*), for the purpose of scrutinizing the e-voting process (**remote e-voting**) and electronic voting (**e-voting**) during the 30th A.GM, in respect of the below mentioned resolutions proposed in the Notice for the 30th Annual General Meeting of the Equity Shareholders of the Company held on Thursday 25th August 2022 at 11 a.m. at Latha Convention Centre (formerly known as Anugraha Auditorium), Valapad, Thrissur, Kerala - 680 567.

SMS & CO COMPANY SECRETARIES LLP

LLPIN: AAM-4297

Regd. Office Thrissur Chaithram, Manavazhy, Viyyur - 680 010



The Notice dated 5th July 2022, confirmed by the Company convening the 30th Annual General Meeting of its Equity Share Holders.

1. The Company has informed that, on the basis of the Register of Members and the list of Beneficiary owners made available by the Depositories Viz. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), the Company completed the dispatch of the Notice of the Annual General Meeting through electronic mode, to those members whose email address are registered with the Company Depositories as on the Cut- Off date i.e. 18th August 2022.
2. The Company had appointed M/s. Central Depository Services Limited (CDSL) as the agency for providing the remote e- voting platform to the shareholders of the Company
3. The Remote e- Voting platform was open from , Monday 22nd August at (09:00 am IST) to Wednesday, 24th August, 2022 at (05:00 pm IST) and members were required to cast their votes electronically conveying their assent or dissent in respect of the Ordinary and special resolutions, on the e-voting Platform provided by CDSL.
4. The Company had also arranged through CDSL, the facility of electronic voting (e- Voting) to the Share Holders present at the AGM , and who had not cast their vote earlier through remote e- voting facility.
5. After the closure of the e-voting during the AGM at 01.45 p.m. 1ST, the report on voting done at the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked in the presence of two witnesses, who are not in employment of the Company/ Depositories/ RTA.
6. The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting prior and during the AGM on the resolutions contained in the Notice of the 30th AGM.
7. My responsibility as Scrutinizer for the e-voting is restricted to making a Scrutinizers Report of the votes cast in favour or against the resolutions.



8. I now submit my consolidated Report as under on the result of the remote e-voting and e-voting in respect of the 3 resolutions as included in the Notice of 30th AGM:

ORDINARY BUSINESS:

1. **Adoption of Financial Statements for the year ended 31st March 2022- Ordinary Resolution**

	ASSENT	DISSENT	TOTAL
Number of Members Voted	1539	26	1565
Number of Votes Cast by them	604576477	12694	604589171
% of Valid Votes Cast	100	0	100

RESULT: Passed with Requisite majority

2. **To appoint a director in place of Mr. Gautam Ravi Narayan (DIN: 02971674), who retires by rotation, and being eligible, offers himself for re- appointment- Ordinary Resolution.**

	ASSENT	DISSENT	TOTAL
Number of Members Voted	1395	168	1563
Number of Votes Cast by them	537811060	69044958	606856018
% of Valid Votes Cast	88.62	11.38	100

RESULT: Passed with Requisite majority

SPECIAL BUSINESS

1. **Re-appointment of Mr. V.P. Nandakumar (DIN: 00044512) as Managing Director and Chief Executive Officer of the Company- Ordinary Resolution**

	ASSENT	DISSENT	TOTAL
Number of Members Voting	1368	195	1563
Number of Votes Cast by them	512541172	94315814	606856986
% of Valid Votes Cast	84.46	15.54	100

RESULT: Passed with Requisite majority



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9. I observed that:

- a. 1219 Members had cast their votes through remote e-voting during the period from 22nd August 2022 to 24th August 2022
- b. 350 Members had exercised their votes through e-voting at the date of 30thAGM i.e. on 25th August 2022.

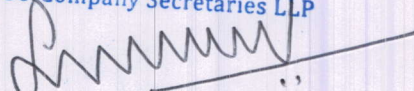
The combined voting results are as detailed in the Annexure A

As required under Rule 20 (xii), A Register has been maintained in electronic form recording the assent or dissent received, the particulars of name, address, folio number or Client ID of the shareholders, number of shares held by them and the nominal value of such shares. None of these shares have any differential voting rights. All the relevant records of electronic voting, will remain in our safe custody until the Chairman considers, approves and signs the Minutes of the 30th Annual General Meeting and the same will be handed over to the Company Secretary for safe keeping.

Thanking you

Yours Faithfully

For SMS & CO, Company Secretaries LLP


CS Suresh M.V, M.com.LLB. FCS
Senior Partner
MNo: 9741, COP No: 17830

Practicing Company Secretary

UDIN : F009741D000844828

Place: Thrissur

Date: 25/08/2022



The following is the summary of combined e voting results of
M/s MANAPPURAM FINANCE LIMITED
(CIN: L65910KL1992PLC006623)
 Relevant to the 30th Annual General Meeting of the company held on 25.08.2022

Annexure-A

SL	SUBJECT MATTER OF THE RESOLUTION	MODE OF VOTING	TOTAL VOTES	ASSENT		DISSENT	
				NO OF VOTES	%	NO OF VOTES	%
1	Ordinary Resolution - Adoption of the Audited Financial Statements including Consolidated Financial Statements of the Company for the financial year ended March 31, 2022.	REMOTE E VOTE	602527880	602515186	100	12694	0
		COUNT	1215	1189		26	
		AGM E VOTE	2061291	2061291	100	0	0
		COUNT	350	350		0	
	TOTAL	VOTES	604589171	604576477	100	12694	0
		COUNT	1565	1539		26	0
2	Ordinary Resolution - To appoint a director in place of Mr. Gautam Ravi Narayan (DIN: 02971674), who retires by rotation, and being eligible, offers himself for re-appointment-	REMOTE E VOTE	604794727	535753769	88.58	69040958	11.42
		COUNT	1213	1046		167	
		AGM E VOTE	2061291	2057291	99.81	4000	0.19
		COUNT	350	349		1	
	TOTAL	VOTES	606856018	537811060	88.62	69044958	11.38
		COUNT	1563	1395		168	
3	Ordinary Resolution - Re-appointment of Mr. V.P. Nandakumar (DIN: 00044512) as Managing Director and Chief Executive Officer of the Company-	REMOTE E VOTE	604795695	510483881	84.41	94311814	15.59
		COUNT	1213	1019		194	
		AGM E VOTE	2061291	2057291	99.81	4000	0.19
		COUNT	350	349		1	
	TOTAL	VOTES	606856986	512541172	84.46	94315814	15.54
		COUNT	1563	1368		195	

UDIN: F009741D000844828



For SMS & CO Company Secretaries LLP

CS Suresh M.V, M.com.LLB. FCS
 Senior Partner
 MNo: 9741, COP No: 17830