

Scrip Code: **533398**
Symbol: **MUTHOOTFIN**

Ref: SEC/MFL/SE/2019/3269

September 28, 2019

National Stock Exchange of India Ltd.

Exchange Plaza,
Plot no. C/1, G Block,
Bandra- Kurla Complex
Bandra (E), Mumbai - 400 051

BSE Limited

Department of Corporate Services
P. J. Tower, Dalal Street,
Mumbai 400 001

Dear Sir/Madam,

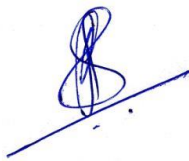
Subject: Intimation of Proceedings of 22nd Annual General Meeting under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations)

Pursuant to Regulation 30 of Listing Regulations, we are submitting herewith the details regarding the proceedings of 22nd Annual General Meeting of the Company held on 28th September, 2019 at IMA House, Behind Jawaharlal Nehru International Stadium, Kathrikadavu, Palarivattom, Kochi, Kerala 682025 from 10.30 a.m. to 2:00 p.m.

Request you to kindly take on record the information and disseminate the same through the website.

Thanking You,

For **Muthoot Finance Limited**



Rajesh A
Company Secretary

Cc: Link Intime India Private Limited

**PROCEEDINGS OF THE 22nd ANNUAL GENERAL MEETING OF MUTHOOT
FINANCE LIMITED HELD ON SATURDAY, 28TH SEPTEMBER, 2019**

The 22nd Annual General Meeting (“AGM” or “Meeting”) of Muthoot Finance Limited (the “Company”) was held on Saturday, 28th September, 2019 at 10.30 a.m. at 3rd Floor, IMA House, Behind Jawaharlal Nehru International Stadium, Kathrikadavu, Palarivattom, Kochi, Kerala 682025. 79 shareholders were present in person throughout the Meeting including promoters & members of promoter group of the Company.

The Meeting commenced with a silent prayer. Mr. M G George Muthoot, Chairman & Whole time Director presided over the meeting and welcomed shareholders, directors and other attendees in the meeting.

Chairman after ascertaining the quorum and after having satisfied that requisite quorum was present, called the Meeting to order. After obtaining the consent of the shareholders present, the notice sent to members calling the AGM along with Auditors’ Report and Board’s report was taken as read.

All the Directors were present at the Meeting. Chairman introduced the Directors sitting on the dais to the shareholders present. Chairman of Audit Committee, Chairman of Nomination and Remuneration Committee and representatives of Secretarial Auditors and Statutory Auditors were also present.

Chairman apprised the meeting about directors who are retiring at the AGM and thanked the retiring directors for their contribution and leadership provided to the Board during their tenure. Chairman also remembered Mr. K George John, erstwhile member of the Board of Directors who passed away in the month of June 2019. Meeting observed one minute silent prayer for the departed soul. Chairman also apprised the shareholders about the proposal for appointment of 3 new independent directors on the board. Brief profile of the new proposed directors were also discussed at the meeting.

Chairman addressed the shareholders and apprised them about the performance of the Company during the Financial Year 2018-19. Chairman expressed his views on the current economic scenario, liquidity situation in the industry and various measures taken by the Central Government to boost the economy including reduction in the corporate tax rate. Chairman also touched upon various aspects of performance of the Company including growth in revenue, interest collection, retail loan book over previous financial year as well as various financial and operational performance ratios including capital adequacy ratio. Chairman also apprised the shareholders about the performance of various subsidiaries of the Company and expressed satisfaction. Chairman also noted that during the year, Company

had successfully completed 2 Public Issues of Non-Convertible Debentures raising an amount of Rs. 3,709 crores. Chairman concluded his address detailing various CSR activities undertaken by the Company especially in the state of Kerala.

Chairman thereafter invited shareholders for their views/questions and comments.

Three shareholders came up to the dais and apprised about the financial results and expressed their contentment on the performance of the Company during the FY 2018-19. Shareholders praised Company's remarkable financial and operational performance as well as remarkable performance of the share price of the Company over the last one year. Few queries were also raised regarding Company's operations, financial position and future expansion plans. All queries were adequately answered by Chairman as well as the Managing Director of the Company.

Chairman thereafter requested Company Secretary to brief the shareholders about the voting process on the resolutions mentioned in the Notice of AGM.

Company Secretary apprised the shareholders that the process of e-voting required under the Companies Act, 2013 was conducted by the Company from 25th September, 2019 to 27th September, 2019. He also apprised the shareholders about the voting facility available at the AGM venue through ballot papers. Company Secretary also informed shareholders that Dr. C V Madhusudhanan, Partner KSR & Co. Company Secretaries LLP, Coimbatore was appointed as Scrutinizer to oversee the voting facility.

The following resolutions were proposed in the Notice of the 22nd AGM:

Sl. No.	Items	Resolution Required
1.	To adopt Financial Results for the year ended 31st March, 2019	Ordinary Resolution
2.	To re-appoint Mr. M G George Muthoot who retires by rotation and being eligible offers himself for re-appointment	Ordinary Resolution
3.	To re-appoint Mr. George Jacob Muthoot who retires by rotation and being eligible offers himself for re-appointment	Ordinary Resolution
4.	To appoint Mr. George Alexander Muthoot as Managing Director with effect from April 1, 2020 for a term of 5 years	Special Resolution
5.	To appoint Mr. M G George Muthoot as Whole Time Director with effect from April 1, 2020 for a term of 5 years	Special Resolution
6.	To appoint Mr. George Jacob Muthoot as Whole Time Director with effect from April 1, 2020 for a term of 5 years	Special Resolution

7.	To appoint Mr. George Thomas Muthoot as Whole Time Director with effect from April 1, 2020 for a term of 5 years	Special Resolution
8.	To appoint Mr. Ravindra Pisharody as Independent Director for a term of 3 years	Ordinary Resolution
9.	To appoint Mr. Vadakakere George Antony as Independent Director for a term of 3 years	Ordinary Resolution
10.	To re- appoint Mr. Pratip Chaudhuri as Independent Director for a term of 3 years	Special Resolution
11.	To approve payment of remuneration to Non-Executive Directors	Special Resolution

Ballot papers were thereafter circulated and shareholders casted votes by depositing the ballot papers in the ballot box kept at the AGM venue.

After completion of voting, Company Secretary informed that the voting results along with the Scrutinizer's Report will be filed to the Stock Exchanges within Forty Eight hours of the conclusion of AGM and will be displayed at the Notice Board at the Registered Office and will be published on the Company's website <http://www.muthootfinance.com> and will be also available at websites of Stock Exchanges.

Thereafter Managing Director delivered the vote of thanks to the Chair and all the members and Directors present. Retiring directors were felicitated at the meeting and both Mr. George Joseph and Mr. John K Paul thanked the Board and shareholders for the opportunity provided to them to serve as independent directors in the Company.

Upon conclusion of the agenda items, Chairman declared the meeting as over and thereafter concluded with the National Anthem. The meeting was concluded at 02.00 P.M.

This summary of the proceedings is issued pending the approval of the Minutes by the Chairman.