



MCSL/SEC/23-24/159

September 20, 2023

BSE Limited

Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai - 400 001

Scrip Code – 511766

**Scrip Code (Debenture) –974648,
974915, 974292, 974550, 974551,
and 974552**

National Stock Exchange of India Limited

Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E), Mumbai - 400 051

Trading Symbol - MUTHOOTCAP

Dear Sir/Madam,

Sub: Proceedings of 29th Annual General Meeting of Muthoot Capital Services Limited held on Wednesday, September 20, 2023

The 29th Annual General Meeting (the 'AGM') of the Company was held today i.e. Wednesday, September 20, 2023 at 1.00 p.m. (IST) through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM"), without the physical presence of the Members at a common venue, to transact the business as stated in the Notice dated August 28, 2023 convening the meeting.

In this regard, please find enclosed the Summary of Proceedings of the 29th AGM of the Company as required under Regulation 30 read with Para A of Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR).

We request you to kindly take the same on your records.

Thanking you,

Yours faithfully,

For Muthoot Capital Services Limited

Deepa G

Company Secretary and Compliance Officer

Membership No: A68790

Encl: As above.



SUMMARY OF PROCEEDINGS OF THE 29TH ANNUAL GENERAL MEETING OF THE COMPANY HELD ON WEDNESDAY, SEPTEMBER 20, 2023, AT 1.00 P.M. THROUGH VIDEO CONFERENCING (“VC”) / OTHER AUDIO-VISUAL MEANS (“OAVM”)

The 29th Annual General Meeting (the ‘AGM’ or “Meeting”) of Muthoot Capital Services Limited (‘the Company’) was held on Wednesday, September 20, 2023, at 1.00 p.m. through Video Conferencing (‘VC’)/Other Audio-Visual Means (‘OAVM’), without the physical presence of the Members at a common venue in accordance with applicable MCA and SEBI Circulars.

In terms of SEBI circular SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023, the Company had sent Annual Reports for F.Y. 2022-23 to the Members through electronic mode. However, arrangements are made to ensure that the hard copy of the Annual Report for F.Y. 2022-23 is sent to those Members who have placed request for the same. The proceedings of the AGM were deemed to be conducted at the Registered Office of the Company.

Ms. Deepa G, Company Secretary and Compliance Officer, welcomed the Members to the Meeting and briefed them on certain points relating to the participation at the Meeting through VC. The members were informed that Register of Directors and Key Managerial Personnel and their shareholdings maintained under Section 170 of Companies Act, 2013, Memorandum and Articles of Association of the Company, the Certificate from the Secretarial Auditors under the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 and relevant documents referred to in the AGM Notice were made available electronically for inspection by the Members.

Mr. Thomas John Muthoot, Chairman of the Board, chaired the meeting. The requisite quorum being present, the Chairman called the Meeting to order. Total number of Members as on the Cut-off Date i.e., September 13, 2023, for the AGM was 18,377.

Mr. Thomas George Muthoot, Managing Director of the Company, Mr. Thomas Muthoot, a Non-Executive Non-Independent Director, who is also the Chairman of the Stakeholder Relationship Committee and Corporate Social Responsibility Committee, Mr. A.P Kurian, Independent Director and Chairman of the Nomination and Remuneration Committee, Mr. Thomas Mathew, Independent Director and Chairman of the Audit Committee, Mrs. Shirley Thomas, Independent Woman Director and Mrs. Divya Abhishek, Additional Independent Woman Director, were present at the AGM through VC from their respective locations.

The members of the Senior Management team including Mr. Mathews Markose, Chief Executive Officer and Mr. Ramandeep Singh, Chief Finance Officer also attended the Annual General Meeting. Representatives from M/s PKF Sridhar & Santhanam LLP, Chartered Accountants,



Statutory Auditors, and Partners of SEP & Associates, Secretarial Auditor and Scrutinizer of the Company, also attended the AGM.

The Chairman thanked the Shareholders for joining the meeting and informed that, the meeting is being held through VC/OAVM in compliance with the circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.

With the consent of the Members present at the meeting, the notice convening the 29th Annual General Meeting, the Directors' Report, Statutory Auditors' Report and the Financial Statements for the financial year ended March 31, 2023, were taken as read.

The Chairman thereafter addressed the Members and delivered his speech briefing the Members present on the performance of the Company, existing industry scenario and business prospects of the Company. After addressing the shareholders of the Company, the Chairman asked the Company Secretary to explain the sequence of meeting and process of voting on the resolutions in the meeting.

The Company Secretary informed the Members that, pursuant to the provisions of the Companies Act, 2013, the Rules framed thereunder and the Listing Regulations, the Company had provided the remote e-voting facility to the members of the Company in respect of the resolutions to be passed at the meeting. The remote e-voting commenced on September 17, 2023, at 09:00 a.m. and ended on September 19, 2023, at 05:00 p.m.

The Company Secretary further informed that, e-voting facility during the meeting has been made available through the voting page of CDSL e-voting website for the members present via VC/OAVM and who had not casted their vote through remote e-voting.

It was informed that the Company had appointed Mr. Puzhankara Sivakumar, Managing Partner, M/s. SEP & Associates, Company Secretaries, as the scrutinizer for the purpose of scrutinizing the process of remote e-voting and e-voting process during the AGM.

The meeting considered the following items in the agenda:

Sl. No.	Particulars	Type of Resolution
Ordinary Business		
1.	To receive, consider and adopt the standalone Audited Statement of Profit and Loss for the financial year ended March 31, 2023, the Audited Balance Sheet as at that date, together with the Cash Flow Statement, the Reports of the Board of Directors and Independent Auditors, thereon	Ordinary Resolution



2.	To appoint a Director in place of Mr. Thomas John Muthoot, (DIN: 00011618), who retires by rotation in terms of Section 152 (6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment	Ordinary Resolution
Special Business		
3.	Appointment of Mrs. Divya Abhishek (DIN: 08709050) as Independent Woman Director	Special Resolution
4.	Adoption of fresh set of Articles of Association	Special Resolution

The Chairman authorized the Company Secretary to conduct the voting procedure and informed that the requisite quorum was present throughout the meeting. The Company Secretary informed the Members that the Scrutinizer's Report will be communicated to the National Stock Exchange of India Limited and BSE Limited and the same will be placed on the Company's website www.muthootcap.com within the prescribed timelines. Further, there were no queries raised by any shareholders.

The meeting concluded with the vote of thanks proposed by Mr. Mathews Markose, Chief Executive Officer.

The AGM commenced at 1:00 p.m. and concluded at 1.45 p.m.