



**Muthoot Finance Limited**

Registered Office :  
2nd floor, Muthoot Chambers,  
Opp. Saritha Theatre Complex,  
Banerji Road, Ernakulam - 682 018  
Kerala, India.  
CIN : L65910KL1997PLC 011300

Phone : +91 484 2396478, 2394712  
Fax : +91 484 2396506, 2397399  
mails@muthootgroup.com  
www.muthootgroup.com

Ref: SEC/MFL/SE/2024/5884

October 03, 2024

**National Stock Exchange of India Ltd.**  
Exchange Plaza, Plot No. C/1, G Block,  
Bandra - Kurla Complex, Bandra (E),  
Mumbai - 400 051  
Symbol: MUTHOOTFIN

Department of Corporate Services  
**BSE Limited**  
P.J. Tower, Dalal Street,  
Mumbai - 400 001  
Scrip Code: 533398

**NSE IFSC Limited (NSE IX)**  
Unit 1201, Brigade, International Financial Center,  
12<sup>th</sup> Floor, Building No. 14-A,  
GIFT SEZ Gandhinagar,  
Gujarat 382 355

Dear Sir/Madam,

**Sub: Voting Results under Regulation 44(3) of SEBI (LODR) Regulations, 2015 and Scrutinizer's Report.**

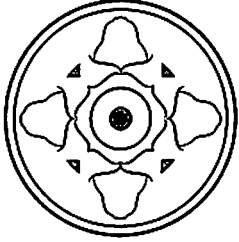
Pursuant to Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the consolidated voting results on the resolutions taken up at the 27<sup>th</sup> Annual General Meeting (AGM) of the Company held on Monday, September 30, 2024, through Video Conference ("VC") or Other Audio-Visual Means ("OAVM") without the physical presence of the Members at 03.30 p.m. along with copy of the Scrutinizer's Report on remote e-voting is enclosed herewith as Annexure A to this letter in the prescribed format.

Remote E-voting facility was provided to the Members from September 27, 2024 at 9.00 a.m. to September 29, 2024 at 5.00 p.m. and e-voting facility was also provided to the Members who had not carried out remote e-voting and were present at the meeting through VC or OAVM.

The proceedings of the 27<sup>th</sup> AGM of the Company were submitted to the Stock Exchanges in the format specified under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

For **Muthoot Finance Limited**

Rajesh A  
Company Secretary  
ICSI Membership No. FCS 7106



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KSR/CBE/M154/563/2024-25

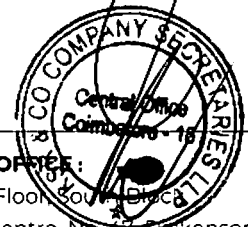
3<sup>rd</sup> October, 2024

Mr. George Jacob Muthoot,  
Chairman,  
Muthoot Finance Limited,  
2<sup>nd</sup> Floor, Muthoot Chambers  
Opposite Saritha Theatre Complex,  
Banerji Road, Ernakulam,  
Kerala 682 018

Dear Sir,

**Sub: Report of the Scrutinizer of Muthoot Finance Limited on the remote e-voting and e-voting during the 27<sup>th</sup> Annual General Meeting ("AGM") held on 30<sup>th</sup> September 2024 on vide Notice Dated 3<sup>rd</sup> September 2024 under Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 ("SEBI (LODR) Regulations, 2015").**

1. The undersigned was appointed as Scrutinizer for the remote e-voting and e-voting during the AGM in respect of resolutions proposed in the AGM vide Notice dated 3<sup>rd</sup> September 2024 of Muthoot Finance Limited (CIN: L65910KL1997PLC011300) (the Company) as per the provisions of Section 108 of the Act read with Rule 20 of Companies (Management and Administration) Rules, 2014 further read with Circulars of Ministry of Corporate Affairs ("MCA") via General Circulars No.14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021 and 3/2022 dated May 5, 2022 and 11/2022 dated December 28, 2022, January 05, 2023 October 07, 2023 and September 19 2024 and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India.
2. As per the said Notice, the cut-off date for ascertaining voting rights of shareholders for remote e-voting prior to and during the AGM was 23<sup>rd</sup> September 2024.



**CENTRAL OFFICE :**

Indus Chambers,  
No. 101, Govt. Arts College Road,  
**Coimbatore - 641 018.**

Phone : (0422) 2302868, 2305676, 4982868, 4952868  
Telefax : (0422) 2302867 E-mail : info@ksrandco.in

**BRANCH OFFICE :**

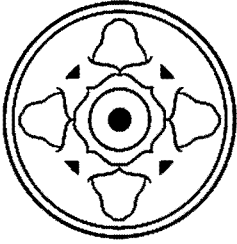
Flat No. 1, 26/27, Venkatesham Flat,  
Gopal Street, T. Nagar,  
**Chennai - 600 017.**

Phone : (044) 24337620  
E-mail : chennai@ksrandco.in

**BRANCH OFFICE :**

S-311, 3rd Floor, South India Co.,  
Manjal Centre, No. 42, Dickenson Road,  
**Bangalore - 560 042.**

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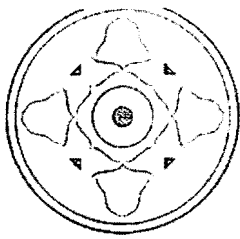
3. The remote e-voting commenced on Friday, 27<sup>th</sup> September 2024 at 9.00 a.m. (IST) and ended on Sunday 29<sup>th</sup> September, 2024 at 5.00 pm (IST).
4. The report on remote e-voting and the e-voting at the AGM was opened and downloaded from portal of Central Depository Services India Limited (CDSL) on 1<sup>st</sup> October 2024 (Monday) by the Scrutinizer, post the completion of the AGM.
5. A total of 831 shareholders have voted successfully using the remote e-voting facility. The summary of the votes cast for and against the 15 (Fifteen) resolutions as per the said Notice and as extracted from the summary report of Remote e-voting and the e-voting during the AGM from the said CDSL portal is annexed as **Annexure**.
6. The detailed shareholder wise voting pattern by e-voting as downloaded from CDSL has been submitted separately by e-mail to the company secretary of the company on 01<sup>st</sup> October 2024.
7. As a Scrutinizer, I have performed my duties in compliance of the provisions of Section 108 read with Rule 20 of Companies (Management and Administration) Rules, 2014 read with Circulars of Ministry of Corporate Affairs dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020, General Circular No. 02/2021 dated 13th January, 2021 and the subsequent circulars issued in this regard, the latest being General Circular No.09/2024, dated 19<sup>th</sup> September, 2024.

Place: Coimbatore

For ~~KSR & Co~~ Company Secretaries LLP

Date: 3<sup>rd</sup> October, 2024

**Dr.C.V.MADHUSUDHANAN**  
Partner (FCS 5367; CP 4408)  
SCRUTINIZER FOR REMOTE AND AGM  
E-VOTING  
UDIN: F005367F001423322  
PR No. 2635/2022



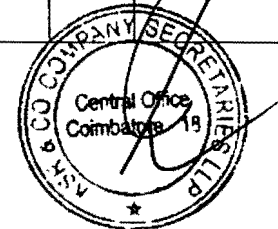
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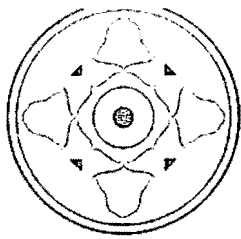
## ANNEXURE

### REMOTE E-VOTING AND E-VOTING DURING THE AGM POSITION OF MUTHOOT FINANCE LIMITED

#### ANNUAL GENERAL MEETING HELD ON 30<sup>th</sup> SEPTEMBER 2024

RES NO	SUBJECT MATTER OF THE RESOLUTION	NATURES OF BUSINESS	RESOLUTION REQUIREMENT	VOTES FOR		VOTES AGAINST		RESULT
				Value	%	Value	%	
1.	Adoption of Standalone and Consolidated Financial Statements for the year ended 31 <sup>st</sup> March 2024	Ordinary	Ordinary	379707278	100	3870	0	PASSED
2.	Appointment of Mr. George Muthoot George as a director, liable to retire by rotation	Ordinary	Ordinary	373009574	98.21	6813967	1.79	PASSED
3.	Appointment of Mr. George Alexander (DIN:00018384) as Director, liable to retire by rotation	Ordinary	Ordinary	377454904	99.38	2368637	0.62	PASSED
4.	Appointment of Mr. George Muthoot Jacob (DIN: 00018955) as Director, liable to retire by rotation	Ordinary	Ordinary	372163740	97.98	7659801	2.02	PASSED
5.	Appointment of M/s Krishnamoorthy & Krishnamoorthy, Chartered Accountants, Kochi as Joint Statutory Auditors of the Company	Ordinary	Ordinary	378019962	99.53	1803579	0.47	PASSED



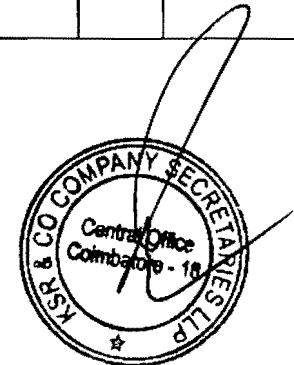


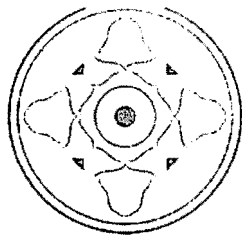
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6.	Appointment of M/s P S D Y & Associates, Chartered Accountants, Kochi as Joint Statutory Auditors of the Company	<b>Ordinary</b>	<b>Ordinary</b>	378019967	99.53	1803574	0.47	<b>PASSED</b>
7.	Re-appointment of Mr. Abraham Chacko (DIN: 06676990) as an Independent Director for a second consecutive term.	<b>Special</b>	<b>Special</b>	378087174	99.54	1736367	0.46	<b>PASSED</b>
8.	Approve continuation of Mr. Vadakkakara Antony George (DIN: 01493737) as a Non-Executive Independent Director who attain the age of 75 years during the term.	<b>Special</b>	<b>Special</b>	374630599	98.63	5192942	1.37	<b>PASSED</b>
9.	Re-appointment of Mr. George Jacob Muthoot (holding DIN: 00018235) as Whole Time Director of the Company for a period of 5 (five) years with effect from April 01, 2025.	<b>Special</b>	<b>Special</b>	344721558	90.78	35024791	9.22	<b>PASSED</b>
10.	Re-appointment of Mr. George Thomas Muthoot (holding DIN: 00018281) as Whole Time Director of the Company for a period of 5 (five) years with effect from April 01, 2025.	<b>Special</b>	<b>Special</b>	344721558	90.76	35101983	9.24	<b>PASSED</b>





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11.	Re-appointment of Mr. George Alexander Muthoot (holding DIN: 00016787) as Managing Director of the Company for a period of 5 (five) years with effect from April 01, 2025.	<b>Special</b>	<b>Special</b>	340153219	89.56	39670322	10.44	<b>PASSED</b>
12.	Revision in the terms of remuneration of Mr. George Muthoot George, (holding DIN: 00018329) Whole Time Director.	<b>Special</b>	<b>Special</b>	343801254	90.52	36022287	9.48	<b>PASSED</b>
13.	Revision in the terms of remuneration of Mr. George Muthoot Jacob, Whole Time Director.	<b>Special</b>	<b>Special</b>	343801278	90.52	36022263	9.48	<b>PASSED</b>
14.	Revision in the terms of remuneration of Mr. George Alexander (holding DIN:00018383), Whole Time Director	<b>Special</b>	<b>Special</b>	343801253	90.52	36022288	9.48	<b>PASSED</b>
15.	Appointment of Mr. Eapen Alexander as Executive director – IT & Digital Initiatives	<b>Special</b>	<b>Ordinary</b>	344454659	90.69	35365226	9.31	<b>PASSED</b>

Date:3<sup>rd</sup> October, 2024  
Place: Coimbatore



**Dr.C.V.MADHUSUDHANAN**  
Partner (FCS 5367; CP 4408)  
SCRUTINIZER FOR REMOTE  
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