



# MANAPPURAM FINANCE LIMITED

Make Life Easy

Ref: Sec/SE/274/20-21  
28/08/2020

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

**Sub: Declaration of Voting Results under Regulation 44(3) of SEBI(LODR)Regulations,2015**

We are enclosing herewith voting results of Annual General Meeting held on August 28, 2020 under Regulation 44(3) of SEBI(LODR)Regulations,2015 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



**SATHISH.V**  
B.COM, LLB, PGDT, ACMA, FCS  
PRACTICING COMPANY SECRETARY

B1, I FLOOR, PERIELLATH TOWERS  
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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  
Valappad P.O  
Thrissur – 680567

Dear Sir,

Sub: Report of Remote e-voting process and e - voting at the 28<sup>th</sup> Annual General Meeting of M/s MANAPPURAM FINANCE LIMITED held on 28<sup>th</sup> August 2020

I, SATHISH V, Practicing Company Secretary holding Membership No FCS 8005 and Certificate of Practice No: 8343, was appointed by the Board of Directors of M/s Manappuram Finance Ltd (The Company) as the Scrutinizer (*pursuant to Section 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 28<sup>th</sup> AGM, in respect of the below mentioned resolutions proposed in the Notice for the 28<sup>th</sup> Annual General Meeting of the Equity Shareholders of the Company held on Friday 28<sup>th</sup> August 2020 at 11 a.m through Video Conferencing (VC) /Other Audio Visual Means (OAVM).





: 2 :

1. The Notice dated 29<sup>th</sup> May 2020, as confirmed by the Company, convening the 28<sup>th</sup> Annual General Meeting of its Equity Shareholders through Video Conferencing (VC) / Other Audio Visual Means (OAVM), was issued in accordance with General Circular numbers 14/2020, 17/2020, 20/2020 dated 8<sup>th</sup> April 2020; 13<sup>th</sup> April 2020 and 5<sup>th</sup> May 2020 respectively, issued by the Ministry of Corporate Affairs (MCA) and Circular number SEBI/ HO/ CFD/ CMD1/ CIR/ P / 2020 /79 dt 12<sup>th</sup> May 2020 issued by the Securities and Exchange Board of India (SEBI).
2. 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 addresses are registered with the Company/ Depositories as on the cut off date ie 21<sup>st</sup> August 2020.
3. The Company had appointed M/s Central Depository Services (India) Limited (CDSL) as the agency for providing the remote e-voting platform to the shareholders of the company.
4. The Remote e-voting platform was open from Monday 24<sup>th</sup> August 2020 at (9:00 am IST) to Thursday 27<sup>th</sup> August 2020 at (5:00 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.
5. The Company had also arranged through CDSL, the facility of electronic voting (e-voting) to the shareholders present at the AGM through VC/ OAVM, and who had not cast their vote earlier through remote e-voting facility.







: 3 :

6. After the closure of the e-voting at the AGM at 1.00 p.m IST, 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.
7. 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 28<sup>th</sup> AGM.
8. 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.
9. I now submit my consolidated Report as under on the result of the remote e-voting and e-voting in respect of the 7 resolutions as included in the Notice of 28<sup>th</sup> AGM:

#### **ORDINARY BUSINESS:**

##### **1. Adoption of Financial Statements for the year ended 31<sup>st</sup> March 2020**

###### **– Ordinary Resolution**

	<b>ASSENT</b>	<b>DISSENT</b>	<b>TOTAL</b>
Number of Members Voting	475	10	485
Number of Votes Cast by them	58,67,08,202	1,92,822	58,69,01,024
% of Valid Votes Cast	99.97%	0.03%	100

**RESULT :** Passed with Requisite majority







: 4 :

**2. To re- appoint Gautam Ravi Narayan (DIN: 02971674) as Director of the company  
– Ordinary Resolution**

	<b>ASSENT</b>	<b>DISSENT</b>	<b>TOTAL</b>
Number of Members Voting	420	71	491
Number of Votes Cast by them	56,13,80,890	2,57,80,125	58,71,61,015
% of Valid Votes Cast	95.61%	4.39%	100%

**RESULT :** Passed with Requisite majority

**SPECIAL BUSINESS**

**3. Appointment of Mr. Harshan Kollara Sankarakutty (DIN: 01519810) as an Independent,  
Non-Executive Director – Ordinary Resolution**

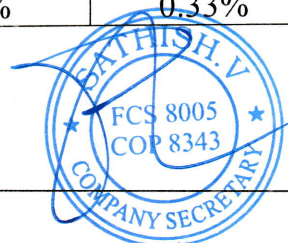
	<b>ASSENT</b>	<b>DISSENT</b>	<b>TOTAL</b>
Number of Members Voting	457	28	485
Number of Votes Cast by them	57,7000,794	1,01,60,064	58,71,60,858
% of Valid Votes Cast	98.27%	1.73%	100%

**RESULT :** Passed with Requisite majority

**4. Appointment of Mr. Shailesh Jayantilal Mehta (DIN: 01633893) as an Independent Non-  
Executive Director – Special Resolution**

	<b>ASSENT</b>	<b>DISSENT</b>	<b>TOTAL</b>
Number of Members Voting	451	31	482
Number of Votes Cast by them	58,34,45,979	19,26,425	58,53,72,404
% of Valid Votes Cast	99.67%	0.33%	100%

**RESULT :** Passed with Requisite majority





: 5 :

**5. Approval for amending the Incidental Objects in the Memorandum of Association  
– Special Resolution**

	<b>ASSENT</b>	<b>DISSENT</b>	<b>TOTAL</b>
Number of Members Voting	466	21	487
Number of Votes Cast by them	58,71,48,043	12,978	58,71,61,021
% of Valid Votes Cast	100%	0%	100%

**RESULT :** Passed with Requisite majority

**6. Approval to borrow in excess of the paid-up share capital and free reserves and securities premium of the Company under Section 180(1)(c) of the Companies Act, 2013 – Special Resolution**

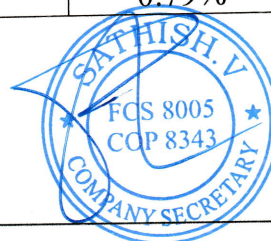
	<b>ASSENT</b>	<b>DISSENT</b>	<b>TOTAL</b>
Number of Members Voting	440	49	489
Number of Votes Cast by them	58,25,19,718	46,41,579	58,71,61,297
% of Valid Votes Cast	99.21%	0.79%	100%

**RESULT :** Passed with Requisite majority

**7. Approval to create charge/mortgage over the properties of the Company for the purpose of borrowing in the terms of Section 180(1)(a) of the Companies Act, 2013.  
– Special Resolution**

	<b>ASSENT</b>	<b>DISSENT</b>	<b>TOTAL</b>
Number of Members Voting	439	50	489
Number of Votes Cast by them	58,25,17,562	46,43,735	58,71,61,297
% of Valid Votes Cast	99.21%	0.79%	100%

**RESULT :** Passed with Requisite majority





**SATHISH.V**  
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: 6 :

10. I observed that :

- a) 458 Members had cast their votes through remote e-voting during the period from 24<sup>th</sup> August 2020 to 27<sup>th</sup> August 2020
- b) 33 Members had exercised their votes through e-voting at the date of 28<sup>th</sup> AGM ie on 28<sup>th</sup> August 2020.

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 28<sup>th</sup> Annual General Meeting and the same will be handed over to the Company Secretary for safe keeping.

Thanking you

Yours Faithfully

Place: Cochin  
Date: 28.08.2020



**SATHISH V**  
Practicing Company Secretary  
FCS – 8005; CP – 8343

UDIN : F008005B000627833



The following is the summary of combined e voting results of  
**M/s MANAPPURAM FINANCE LIMITED**  
 [CIN: L65910KL1992PLC006623]  
 relevant to the 28th Annual General Meeting of the company held on 28.08.2020

SL	SUBJECT MATTER OF THE RESOLUTION	MODE OF VOTING	TOTAL VOTES	ASSENT		DISSENT	
				NO OF VOTES	%	NO OF VOTES	%
1	ORDINARY BUSINESS Adoption of Annual Accounts for 2019 - 2020 ORDINARY RESOLUTION	REMOTE E VOTE COUNT	58,68,37,398 452	58,66,48,576 443	99.97	1,88,822 9	0.03
		AGM E VOTE COUNT	63,626 33	59,626 32	93.71	4,000 1	6.29
	<b>TOTAL</b>	<b>VOTES</b> <b>COUNT</b>	<b>58,69,01,024</b> <b>485</b>	<b>58,67,08,202</b> <b>475</b>	<b>99.967</b>	<b>1,92,822</b> <b>10</b>	<b>0.03</b>
2	Re-appointment of Mr. Gautam Ravi Narayan (DIN: 02971674) as a Director of Company ORDINARY RESOLUTION	REMOTE E VOTE COUNT	58,70,97,389 458	56,13,21,264 388	95.61	2,57,76,125 70	4.39
		AGM E VOTE COUNT	63,626 33	59,626 32	93.71	4,000 1	6.29
	<b>TOTAL</b>	<b>VOTES</b> <b>COUNT</b>	<b>58,71,61,015</b> <b>491</b>	<b>56,13,80,890</b> <b>420</b>	<b>95.61</b>	<b>2,57,80,125</b> <b>71</b>	<b>4.39</b>
3	SPECIAL BUSINESS Appointment of Mr Harshan Kollara Sanakarankutty (DIN :01519810) as an Independent, Non - Executive Director ORDINARY RESOLUTION	REMOTE E VOTE COUNT	58,70,97,389 453	57,69,41,325 426	98.27	1,01,56,064 27	1.73
		AGM E VOTE COUNT	63,469 32	59,469 31	93.70	4,000 1	6.30
	<b>TOTAL</b>	<b>VOTES</b> <b>COUNT</b>	<b>58,71,60,858</b> <b>485</b>	<b>57,70,00,794</b> <b>457</b>	<b>98.27</b>	<b>1,01,60,064</b> <b>28</b>	<b>1.73</b>
4	Appointment of Mr Shailesh Jayantilal Mehta (DIN : 01633893) as an Independent, Non - Executive Director SPECIAL RESOLUTION	REMOTE E VOTE COUNT	58,53,08,778 449	58,33,92,203 420	99.67	19,16,575 29	0.33
		AGM E VOTE COUNT	63,626 33	53,776 31	84.52	9,850 2	15.48
	<b>TOTAL</b>	<b>VOTES</b> <b>COUNT</b>	<b>58,53,72,404</b> <b>482</b>	<b>58,34,45,979</b> <b>451</b>	<b>99.67</b>	<b>19,26,425</b> <b>31</b>	<b>0.33</b>
5	Amendment of Incidental objects in the Memorandum of Association SPECIAL RESOLUTION	REMOTE E VOTE COUNT	58,70,97,395 454	58,70,88,617 435	100.00	8,778 19	0.00
		AGM E VOTE COUNT	63,626 33	59,426 31	93.40	4,200 2	6.60
	<b>TOTAL</b>	<b>VOTES</b> <b>COUNT</b>	<b>58,71,61,021</b> <b>487</b>	<b>58,71,48,043</b> <b>466</b>	<b>100.00</b>	<b>12,978</b> <b>21</b>	<b>0.00</b>
6	Approval to borrow in excess of paid-up share capital and free reserves of the Company. SPECIAL RESOLUTION	REMOTE E VOTE COUNT	58,70,97,395 456	58,24,62,366 409	99.21	46,35,029 47	0.79
		AGM E VOTE COUNT	63,902 33	57,352 31	89.75	6,550 2	10.25
	<b>TOTAL</b>	<b>VOTES</b> <b>COUNT</b>	<b>58,71,61,297</b> <b>489</b>	<b>58,25,19,718</b> <b>440</b>	<b>99.21</b>	<b>46,41,579</b> <b>49</b>	<b>0.79</b>
7	Approval to create charge/mortgage over the properties of the Company for the purpose of borrowing SPECIAL RESOLUTION	REMOTE E VOTE COUNT	58,70,97,395 456	58,24,63,510 408	99.21	46,33,885 48	0.79
		AGM E VOTE COUNT	63,902 33	54,052 31	84.59	9,850 2	15.41
	<b>TOTAL</b>	<b>VOTES</b> <b>COUNT</b>	<b>58,71,61,297</b> <b>489</b>	<b>58,25,17,562</b> <b>439</b>	<b>99.21</b>	<b>46,43,735</b> <b>50</b>	<b>0.79</b>

NOTE REMOTE E VOTE: Refers to Electronic Voting at website www.evotingindia.com during the period 24/08/2020 to 27/08/2020

AGM E VOTE: Refers to Electronic Voting at 28th Annual General Meeting of the Company held on 28/08/2020



*Sathish.V.* 28/8/2020  
**SATHISH.V**  
 B.Com, LLB, PGDT, ACMA, FCS  
 PRACTICING COMPANY SECRETARY  
 BI, PERIELLATH APARTMENTS  
 JAWAHAR - MAHATMA ROAD  
 VYTTILA, COCHIN - 682 019