



CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE IPO COMMITTEE OF THE BOARD OF DIRECTORS OF MUTHOOT MICROFIN LIMITED AT THEIR MEETING HELD ON WEDNESDAY NOVEMBER 29, 2023 THROUGH VIDEO CONFERENCING AT THE DEEMED VENUE AT 05TH FLOOR, MUTHOOT TOWERS, M.G. ROAD, KOCHI -682 035.

Approval of Employee Reservation Portion

“RESOLVED THAT, in furtherance of the resolution passed by the Board on May 6, 2023, the IPO Committee hereby accords its approval to make available for allocation of up to Rs. 100 million, for subscription by eligible employees of the Company as part of the ‘employee reservation portion’ including a discount of up to 10% on the final price (within the Price Band) at which Equity Shares will be Allotted to the bidders in terms of this RHP and the Prospectus (**“Offer Price”**), as may be determined by the Company, acting through its IPO Committee and the selling shareholders, in consultation with the book running lead managers for the for the proposed initial public offer of equity shares of face value of ₹10 each (**“Equity Shares”**) of the Company comprising a fresh issue of Equity Shares by the Company (the **“Fresh Issue”**) and an offer for sale of Equity Shares by Thomas John Muthoot, Thomas Muthoot, Thomas George Muthoot, Preethi John Muthoot, Remmy Thomas, Nina George (the **“Promoter Selling Shareholders”**) and Greater Pacific Capital WIV Ltd (the **“Investor Selling Shareholder”**) (collectively the **“Selling Shareholders”**) (the **“Offer for Sale”**, and together with the Fresh Issue, the **“Offer”**), pursuant to the proposed initial public offering of equity shares of the Company, in accordance with Regulation 33 of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, and other applicable laws.”

“RESOLVED FURTHER THAT, Mr. Thomas Muthoot, (DIN: 00082099) Managing Director of the Company, Mr. Praveen T, Chief Financial Officer of the Company and Ms. Neethu Ajay, Chief Compliance Officer and Company Secretary be and are hereby severally authorised to do all such acts, deeds, matters and thing as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution and settle any question, difficulty, or doubt that may arise with regard to or in relation to the foregoing and to give effect to such modifications, changes, variations, alterations, deletions or additions as may be deemed fit and proper in the best interest of the Company.”

“RESOLVED FURTHER THAT a copy of the above resolution, certified to be true by any director or the company secretary of the Company, be forwarded to the concerned authorities for necessary action.”

**CERTIFIED TRUE COPY
FOR MUTHOOT MICROFIN LIMITED**

**NEETHU AJAY
COMPANY SECRETARY AND CHIEF COMPLIANCE OFFICER
MEMBERSHIP NO. A34822**



MUTHOOT MICROFIN LIMITED

CIN: U85190MH1992PLC006228

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