



BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400001

Dear Sir / Madam,

Sub: Proceedings of 31st Annual General Meeting pursuant to Regulation 51(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”).

Dear Madam/Sir,

In continuation to our intimation dated 13th June 2023, the 31st Annual General Meeting (AGM) of the Company was held on 14th June 2023. Please find enclosed the proceedings of the said AGM as required under Regulation 51(2) read with Part B of Schedule - III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Kindly take the same on record.

Thanking you,

Yours faithfully,
For Muthoot Microfin Ltd

Neethu Ajay
Company Secretary and Compliance Officer

Date: 16/06/2023

Place: Ernakulam

Encl: As above

Muthoot Microfin Limited

Regd. Office: Door No: 40/8922 (New No 66/3628), Muthoot Towers, M G Road, Ernakulam, Kerala, India – 682 035

Tel: 0484 4161616 | www.muthootmicrofin.com | www.muthoot.com

CIN: U65190MH1992PLC066228



SUMMARY PROCEEDINGS OF 31st ANNUAL GENERAL MEETINGS

The 31st Annual General Meeting (AGM) of the Members of Muthoot Microfin Limited (“the Company”) was held on Wednesday 14th June 2023 at 05.50 P.M. through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”). The meeting was held in compliance with the General Circulars issued by the Ministry of Corporate Affairs ('MCA') and circulars issued by the Securities and Exchange Board of India ('SEBI') and as per the applicable provisions of the Companies Act, 2013 and the Rules made thereunder.

Attendance of Directors & Key Managerial Personnel:

Mr. Thomas Muthoot – Chairman and Managing Director
Mr. Thomas John Muthoot – Director and chairman of the Stakeholders' Relationship Committee
Mr. Thomas George Muthoot – Director
Mrs. Pushpy B Muricken – Chairperson of the Audit Committee
Mr. T S Vijayan – Chairman of the Nomination and Remuneration Committee
Mr. Sadaf Sayeed – Chief Executive Officer
Mr. Udeesh Ullas – Chief Operating Officer
Mr. Praveen T – Chief Financial Officer
Ms. Neethu Ajay – Company Secretary and Compliance Officer

Further, a representative of the Statutory Auditors also attended the meeting.

Quorum of the Meeting:

The meeting started at 05.50 P.M. A total of 9 (nine) members attended the meeting through VC.

Mr. Thomas Muthoot chaired the meeting and welcomed all the Members. With the requisite quorum being present, the Chairman called the meeting to order and advised the Company Secretary to carry on with the rest of the proceedings.

The proceedings were then taken over by the Company Secretary. With the permission of all members present, Company Secretary declared that the Notice convening the Meeting, Audited Financial Statements for the financial year ended 31st March 2023, Statutory Auditor's Report, and the Directors' Report along with the Secretarial Auditor's Report were taken as read.

Chairman proceeded to the business items and requested the Company Secretary to present each item before the members.

ORDINARY BUSINESS

Item No. 1:

To receive, consider and adopt the Annual Audited Financial Statements of the Company including the Balance Sheet as on 31 March, 2023, and the Statement of Profit and Loss Account and Cash Flow Statement for the financial year ended 31st March, 2023 together with the Reports of the Board of Directors and Auditors thereon.

Muthoot Microfin Limited

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Company Secretary presented the item before the meeting and placed the Financial Statements together with the Auditors' and Directors' reports and annexures thereto.

The item was presented for approval and shareholders approved the Financial Statements together with the Auditors' and Directors' reports and annexures thereto by passing an ordinary resolution. Chairman declared the resolution as passed by show of hands with the assent of all the members present.

Item No 2:

To appoint a director in place of Mr. Thomas John Muthoot (DIN: 00011618) who retires by rotation at this Annual General Meeting, and being eligible, offers himself for re-appointment.

Company Secretary presented the matter before the meeting.

The item was presented for approval and shareholders approved the re-appointment of Mr. Thomas John Muthoot by passing an ordinary resolution. Chairman declared the resolution as passed by show of hands with the assent of all the members present.

SPECIAL BUSINESS

Item No. 3

Re-appointment of Mrs. Pushpy B Muricken (DIN: 03431198) as an Independent Director of the Company for the second term of 5 years.

Company secretary presented the item and a brief profile of Mrs. Pushpy B Muricken before the members.

Members approved the re-appointment of Mrs. Pushpy B Muricken by passing a Special Resolution. Chairman declared the resolution as passed by show of hands with the assent of all the members present.

Item No. 4

Re-appointment of Mr. T S Vijayan (DIN: 00043959) as an Independent Director of the Company for the second term of 5 years.

Company secretary presented the item and a brief profile of Mr. T S Vijayan before the members.

Members approved the re-appointment of Mr. T S Vijayan by passing a Special Resolution. Chairman declared the resolution as passed by show of hands with the assent of all the members present.

Item No. 5

Re-appointment of Mrs. Bhama Krishnamurthy (DIN: 02196839) as an Independent Director of the Company for the second term of 5 years.

Company secretary presented the item and a brief profile of Mrs. Bhama Krishnamurthy before the members.

Members approved the re-appointment of Mrs. Bhama Krishnamurthy by passing a Special Resolution. Chairman declared the resolution as passed by show of hands with the assent of all the members present.

Item No. 6

Approval of Initial Public Offer of Equity Shares of the Company

Company secretary presented the item before the members.

Members approved the Initial Public Offer of equity shares of the Company by passing a Special Resolution. Chairman declared the resolution as passed by show of hands with the assent of all the members present.

Item No. 7

Increase in the authorized share capital of the company and amendment of the capital clause of the Memorandum of Association.

Company secretary presented the item before the members.

Members approved the increase in authorised share capital of the company and consequent amendment of the capital clause of the Memorandum of Association by passing an Ordinary Resolution. Chairman declared the resolution as passed by show of hands with the assent of all the members present.

The Chairman thereafter thanked all the members who had participated in the Meeting and cooperated with the Company in ensuring the smooth conduct of the AGM and declared the Meeting as concluded at 06.40 P.M.

We request you to kindly take this on record.

Thanking You

Yours faithfully,

CS Neethu Ajay

Company Secretary and Compliance Officer

Date: 16.06.2023

Place: Ernakulam