



MUTHOOT MICROFIN LIMITED

32ND ANNUAL GENERAL MEETING JULY 18, 2024 AT 3.00 PM

Management:

Mr. Thomas Muthoot	Managing Director
Mr. Thomas George Muthoot	Non-Executive Promoter Director
Ms. Pushpy B Muricken	Independent Director, Chairperson of Audit Committee
Mr. T S Vijayan	Independent Director, Chairman of Nomination and Remuneration Committee
Mr. R Anand	Independent Director
Ms. Bhama Krishnamurthy	Independent Director
Mr. Alok Prasad	Independent Director
Mr. Sadaf Sayeed	Chief Executive Officer
Mr. Udeesh Ullas	Chief Operating Officer
Mr. Praveen T	Chief Financial Officer
Ms. Neethu Ajay	Chief Compliance Officer and Company Secretary

Video Conference Platform: Webex

Moderator: Mr. Sameer Shah

Moderator

Dear shareholders, Good Afternoon and a very warm welcome to the 32nd Annual General Meeting (“AGM”) of Muthoot Microfin Limited held through video conferencing or the audio-visual means. Please be informed that for the smooth conduct of the AGM, the members will be in mute mode and audio and video will be unmuted when they speak at the AGM as per the preregistration. As per the statutory requirements, the proceedings of the AGM will be recorded and the transcript of the same will be made available on the website of the company. I now hand over the proceedings to Ms. Neethu Ajay, Chief Compliance Officer and Company Secretary of the Company.

Over to you Madam. Thanks

Neethu Ajay

Thank you Sameer.

Good afternoon respected Chairman, Directors, Chief Executive Officer, Chief Operating Officer, Chief Financial Officer and dear shareholders.

Warm welcome to 32nd Annual General Meeting of Muthoot Microfin Limited.

Before we start with the formal address by the Chairman, I would like to confirm that it has been decided to convene the 32nd Annual General Meeting of the Company through electronic means and the meeting is conducted with the support of NSDL and Webex platform in compliance with Companies Act, 2013 and circulars issued by the Ministry of Corporate Affairs and SEBI Regulations.

Facilities for joining this meeting through VC is made available to all the shareholders. Please be informed that all the shareholders will be in mute mode and whenever their turn comes up they will be unmuted and shareholders are requested to use internet with high speed and laptop for better experience.

As per the provisions of Section 108 of the Companies Act, 2013 and regulation 44 of SEBI (LODR) Regulations, the Company has provided e-voting facility to the Members, entitled to cast their vote on all resolutions through remote e-voting. As per the timelines provided in the AGM notice, the remote e-voting facility started on July 15, 2024, at 9.00 AM and the same got concluded on July 17, 2024 by 5.00 PM.

Further in compliance with the rules of e-voting framed under Companies Act, 2013 and the circulars of MCA, the e-voting facility will be provided at the AGM also. If you have already exercised your voting rights, then you do not have to exercise again otherwise the e-voting module is kept open during this meeting and you can exercise your voting rights. Shareholders may please note that there will be no voting by show of hands.

Please note that the Annual Report for the Financial Year 2023-24 and Notice of the 32nd AGM has been sent through electronic mode to the members of the Company. Hard copy of Annual Report and AGM notice were sent to those members who had requested for the same.

In accordance with the Companies Act, 2013, the statutory registers of the Company along with other documents related to Ordinary and Special Businesses are made available electronically for inspection by the shareholders. Within the given time frame for registration of speakers, two of speakers have registered with the Company. Further, questions which we will receive through the chat box facility, will also be answered by the management team.

Please note that the secretarial auditors of the Company have issued a certificate on compliance on Muthoot Microfin Employee Stock Option Plan 2016 and Muthoot Microfin Limited



Employee Stock Option Plan 2022 which is adopted by the Company. As the requisite quorum is present, I request the Chairman to call the meeting in order and proceed with his remarks on the same.

Over to You Sir.

Thomas Muthoot

Thank you. Good afternoon, shareholders, Directors and members. As confirmed by the Company Secretary, the requisite quorum is met, I call the meeting to order.

Myself, Thomas Muthoot, Chairman and Managing Director of the Company attending the 32nd AGM of the Company from the Administrative Office of the Company.

FY24 has been a landmark year for your company with many notable highlights and achievements throughout the course. I am profoundly proud of our Initial Public Offering (IPO) that took place in December 2023. This being the first Annual General Meeting after getting the company listed, I am very much delighted to welcome all the shareholders to this 32nd Annual General Meeting.

I request the Company Secretary to confirm the attendance of all directors attending this meeting. Thank you

Neethu Ajay

Thank you so much. Firstly, I would like to welcome all the Directors present for the Meeting, to start with Thomas Muthoot, Managing Directors and Chairman of the Meeting, Mr. Thomas George Muthoot, Non-Executive Director, Mrs. Pushpy B Muricken, Independent Director and Chairperson of Audit Committee, Mr. T S Vijayan, Independent Director and Chairman of Nomination and Remuneration Committee, Ms. Bhama Krishnamurthy, Mr. Alok Prasad and Mr. R Ananad, other Independent Directors of the Company.

Mr. Thomas John Muthoot, Mr. John Tyler Day, Mr. Akshaya Prasad, Non-Executive Directors of the Company were not able to attend the meeting due to some preoccupations. Mr. Thomas John Muthoot, Chairman of the Stakeholder Committee has authorized Mr. Thomas George Muthoot on his behalf.

With the permission of Chairman, I would also like to welcome Mr. Sadaf Sayeed, Chief Executive Officer, Mr. Udeesh Ullas, Chief Operating Officer, Mr. Praveen T, Chief Financial Officer of the Company, and also the statutory auditor represented by Mr. Rohit Sachdev, Mr. Sivakumar P - Scrutinizer appointed for scrutinizing remote e-Voting as well as voting during the AGM.

Please note that the Notice convening the meeting and the auditors' report already been circulated to all shareholders and I request all the shareholders to kindly take note of the same as read.

Now with the permission of Chairman, I would like to invite Mr. Sadaf Sayeed, Chief Executive Officer to brief about the Business overview for the Financial Year FY 24.

Sadaf Sayeed

Thank you Neethu. Dear Shareholders, respected Chairman, Board of Directors, Audit firms and everybody who is attending the call. Thank you very much for joining us. Very good afternoon to all of you. I welcome you all to this 32nd annual general meeting of Muthoot Microfin Limited. This is our 1st meeting post listing.

I'm particularly pleased about the performance of the company during last financial year. We had some incredible achievements last financial year. Firstly, we were able to list the company which was a long await that we were trying to do. It was a very successful listing. Thank you very much to all the shareholders for their support and for the trust that you have shown in us, the company

has shown resilience, commitment and growth, and management assure you that this will continue. Last year also was a year where we achieved several milestones. We achieved an asset under management of ₹. 12,193 crores. We recorded the highest ever disbursement in a Single financial layer of ₹. 10,661 crores. We also recorded our highest number of a branch opening in a single financial year, we opened around 336 branches in a single year, which took our branch count to 1508 branches. And, most importantly, we recorded the ever-highest PAT (Profit after Tax) for the financial year ever in the history of Muthoot Microfin Limited of ₹. 449 crores. Not only this, I'm particularly proud about how we have gone about this growth. We have acquired 3.35 million customers which are spread across 19 states and union territories and the company has been doing well in terms of retaining these customers and also, ensuring that we have a consistent delivery mechanism for this customer. We have created a customer app which is very useful for the customers. Last financial year, the company has grown by 32% in terms of Asset Under Management. The asset under management grew from ₹. 9200 crore to ₹. 12193 crores. Disbursement also grew by 31.6% from previous year of ₹. 8,100 crores of disbursement ₹. 10,661 crores of disbursement and also most importantly our portfolio quality has remained robust. Our NPAs have gone down from 2.97 % to 2.29 %, which is a reduction of 68 basis points and net NPA remains very healthy at 0.35 % and collection efficiency has remained at 98.4 %, which is an improvement of around 2.6 % over the previous financial year. And if you look at from an income perspective also, our income has increased by 58%, we have recorded an increase in PPOP of 75% and PAT has improved significantly from ₹. 163 crores of PAT to ₹. 449 crore. This was possible because of healthy net interest margin. We are maintaining net interest margin of around 12.7 %, which is an improvement of 84 bips over the previous financial year where we were maintaining a margin of 11.9 %. And as a result, our RoA has reached around 4.2 % and our RoE has reached around 20.3 %. And we ran a healthy capital adequacy ratio of 29% which gives us ample room to continue to grow and continue to expand our business. With this, I thank once again everyone for joining this AGM.

And I'll hand over to Neethu to proceed with the today's proceeding and the agenda of the meeting. Thank you.

Neethu Ajay

Thank you Sadaf Sir. Now we are moving on to the main agenda of meeting that is taking up the Ordinary and Special Businesses to be considered. So we have three ordinary businesses which have been put up for approval for shareholders and also eight special business. So I'll just read out the ordinary businesses i.e.

1. To receive, consider and adopt the Annual Audited Financial Statements of the Company including the Balance Sheet, and the Statement of Profit and Loss Account and Cash Flow Statement for the financial year ended March 31, 2024, along with the Reports of the Board of Directors and Auditors thereon.
2. To appoint a director in place of Mr. Thomas George Muthoot who retires by rotation at this Annual General Meeting, and being eligible, offers himself for re-appointment.
3. To appoint M/s. Suresh Surana & Associates LLP, Chartered Accountants as Statutory Auditors and fixing their remuneration.

Now coming to the Special Businesses. The items are;

4. To consider the proposal for Ratification of appointment of Mr. Akshaya Prasad, Non-Independent, Non-Executive Director
5. To consider the proposal for Ratification of appointment of Mr. John Tyler Day, Non-Independent Non-Executive Director
6. To consider the proposal for enhancement of borrowing limits from ₹. 10,000 crores to ₹. 15,000 crores
7. To consider the proposal for creation of Charge on the assets/receivables of the Company
8. To consider the proposal of ratification of Muthoot Microfin Employee Stock Option Plan 2016 ("ESOP 2016") of the Company
9. To consider the proposal of ratification of Muthoot Microfin Limited Employee Stock Option Plan 2022 ("ESOP 2022") of the Company

10. To approve the alteration of object clause of the Memorandum of Association of the Company
11. To approve the adoption of Memorandum of Association as per the provisions of the Companies Act, 2013

So these are the ordinary and special businesses as per the AGM Notice circulated to all the shareholders. The objectives and implications proposed agenda items at the AGM are already set out in the Notice and explanatory statement. However, if any members want to ask any further clarification, they may raise it at the Q&A session. Now I request speaker shareholders Registered with the Company to ask their questions. I understand that there are two (2) registrations the Company has received. However, shareholders who have not registered as speakers and now desire to ask questions can use the Chat box below the screen to ask questions. To avoid repetition, the Management will respond to the questions at the end. Speaker Shareholders please raise their questions in the order of names as called by the moderator. Now, I request the moderator to call the names of speaker shareholders registered with the Company. Over to you Sameer

- Moderator** Thank you so much Madam. We will now begin with the question-and-answer session, and I request each of the speaker members to read with their questions to a maximum of 2 minutes for the benefit of other members. In case you have more questions to ask, you may send the same to the company by email and the same will be replied to. We will first take up all the questions from the members. Thereafter, the management will answer all the questions together. I now invite Mr. Manjit Singh who has registered himself as a speaker to ask the questions. Mr. Manjit Singh. He is not part of the meeting. With your permission ma'am can we go ahead to the second registered speaker shareholder.
- Neethu Ajay** Yes Sameer
- Moderator** Thank you so much. The next person on the list is Mr. Sachin Singhal. I don't see him in the list of attendees. Technical team, could you please help whether he is present. He is not. So Ma'am both the registered shareholders couldn't make it to the meeting for some reason. Over to you Ma'am.
- Sadaf Sayeed** Sameer, can you confirm if there are any questions on the Chat box.
- Moderator** Sure. I'll check it right away Sir. At the moment, there are none so far.
- Sadaf Sayeed** Since there are no questions, we would just consider the agenda items placed in front of the AGM and e-voting has already started and people have voted in it and will remain open during this meeting.
- Neethu Ajay** Thank you Sir and Thank you all the shareholders, especially for those who have participated in this meeting. Now I request Mr. Udeesh Ullas to propose Vote of thanks.
- Udeesh Ullas** Good evening, everyone. It is my privilege to offer vote of thanks on the occasion of our 32nd Annual General meeting. Firstly, I would like to thank Chairman, other Board Members and Management team. I also, like to express our sincere gratitude to dear Shareholders for being part of today's Annual General Meeting, Statutory Auditors, Secretarial Auditors, Scrutinizers, RTA, NSDL Team and the Moderator of this Meeting. Thank you all, thank you very much for all the support that you have provided to make today's event happen. Thank you.
- Neethu Ajay** Dear shareholders, all the items are discussed and transacted, and the meeting stands concluded. Voting time is extended for another 15 minutes and members who have not cast their votes yet are requested to do so.



The resolutions as set forth in the notice shall be deemed to be passed today subject to getting the requisite number of votes. E-voting results along with scrutinisers report shall be placed on the website of the company within statutory limits.

Thank you all for attending the meeting and I hereby declare the proceedings are concluded and closed. Thank you all.

Sadaf Sayeed

Thank you everyone.

Moderator

Thank you so much everybody for joining the meeting. Thank you so much Chairman sir. Dear members, the e-voting time is extended by another 15 minutes. The members who have attended the AGM and not yet casted their votes can avail now. Thank you.