



**Muthoot Finance Limited**  
Registered Office :  
NH Bypass, Palarivattom, Kochi - 682 028,  
Kerala, India.  
CIN: L65910KL1997PLC011300  
Phone : +91-484-480 4000, 239 4712  
mails@muthootgroup.com  
www.muthootgroup.com



Ref: SEC/MFL/SE/2025/6280

September 02, 2025

**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.**

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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 28<sup>th</sup> Annual General Meeting (AGM) of the Company held on Saturday, August 30, 2025, 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 August 27, 2025 at 9.00 a.m. to August 29, 2025 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 28<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

**Annexure A**

**SUBMISSION OF VOTING RESULTS**

Sr. No	Particulars	Details
1.	Date of AGM	August 30, 2025
2.	Total number of shareholders on record date i.e. 23 <sup>rd</sup> August 2025	295605
3.	No. of shareholders present in the meeting either in person or through proxy: <ul style="list-style-type: none"> <li>• Promoters &amp; Promoter Group</li> <li>• Public</li> </ul>	Not Applicable
4.	No. of shareholders attended the meeting through VC/OAVM <ul style="list-style-type: none"> <li>• Promoter and Promoter Group</li> <li>• Public</li> </ul>	54 12

RESULTS OF THE MEETING				
Sr. No	Agenda	Resolution required (Ordinary/Special)	Mode of Voting	Remarks
1.	Adoption of financial statements	Ordinary	Remote e-voting and e-voting at AGM	Passed with requisite majority
2.	Appointment of Mr. George Thomas Muthoot (DIN: 00018281 ) as a director, liable to retire by rotation	Ordinary	Remote e-voting and e-voting at AGM	Passed with requisite majority
3.	Appointment of Mr. Alexander George (DIN: 00938073) as Director, liable to retire by rotation	Ordinary	Remote e-voting and e-voting at AGM	Passed with requisite majority
4.	Re-appointment of Mr. Chamacheril Abraham Mohan (DIN: 00628107) as an Independent Director for a second consecutive term	Special	Remote e-voting and e-voting at AGM	Passed with requisite majority
5.	Re-appointment of Mr. Alexander George (holding DIN: 00938073) as Whole Time Director of the Company for a period of 5 (five) years with effect from September 30, 2025.	Special	Remote e-voting and e-voting at AGM	Passed with requisite majority
6.	Appointment of Secretarial Auditors	Ordinary	Remote e-voting and e-voting at AGM	Passed with requisite majority



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7.	Increase in the Number of Directors on the Board of Directors	Special	Remote e-voting and e-voting at AGM	Passed with requisite majority
8.	Alteration of Articles of Association of the Company	Special	Remote e-voting and e-voting at AGM	Passed with requisite majority
9.	Appointment of Mr. Koodathumuriyil Verghese Eapen (DIN: 01613015) as Non-Executive Independent Director of the Company	Special	Remote e-voting and e-voting at AGM	Passed with requisite majority

For **Muthoot Finance Limited**

Rajesh A  
Company Secretary  
ICSI Membership No. FCS 7106

## Muthoot Finance Limited

Resolution Required :Ordinary		1 - Adoption of financial statements						
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={{[2]/[1]}*100	[4]	[5]	[6]={{[4]/[2]}*100	[7]={{[5]/[2]}*100
Promoter and Promoter Group	E-Voting	294463872	294463872	100.0000	294463872	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>294463872</b>	<b>100.0000</b>	<b>294463872</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	92127889	79359543	86.1406	79349537	10006	99.9874	0.0126
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>79359543</b>	<b>86.1406</b>	<b>79349537</b>	<b>10006</b>	<b>99.9874</b>	<b>0.0126</b>
Public Non Institutions	E-Voting	14876715	2784192	18.7151	2783678	514	99.9815	0.0185
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>2784192</b>	<b>18.7151</b>	<b>2783678</b>	<b>514</b>	<b>99.9815</b>	<b>0.0185</b>
<b>Total</b>		<b>401468476</b>	<b>376607607</b>	<b>93.8075</b>	<b>376597087</b>	<b>10520</b>	<b>99.9972</b>	<b>0.0028</b>



## Muthoot Finance Limited

Resolution Required :Ordinary		2 - Appointment of Mr. George Thomas Muthoot (DIN: 00018281 ) as a director, liable to retire by rotation.						
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	294463872	294463872	100.0000	294463872	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>294463872</b>	<b>100.0000</b>	<b>294463872</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	92127889	79494232	86.2868	68596970	10897262	86.2918	13.7082
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>79494232</b>	<b>86.2868</b>	<b>68596970</b>	<b>10897262</b>	<b>86.2918</b>	<b>13.7082</b>
Public Non Institutions	E-Voting	14876715	2784192	18.7151	2783292	900	99.9677	0.0323
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>2784192</b>	<b>18.7151</b>	<b>2783292</b>	<b>900</b>	<b>99.9677</b>	<b>0.0323</b>
<b>Total</b>		<b>401468476</b>	<b>376742296</b>	<b>93.8411</b>	<b>365844134</b>	<b>10898162</b>	<b>97.1073</b>	<b>2.8927</b>



## Muthoot Finance Limited

Resolution Required :Ordinary

3 - Appointment of Mr. Alexander George (DIN: 00938073) as Director, liable to retire by rotation.

Whether promoter/ promoter group are interested in the agenda/resolution?

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={{[2]/[1]}*100	[4]	[5]	[6]={{[4]/[2]}*100	[7]={{[5]/[2]}*100
Promoter and Promoter Group	E-Voting	294463872	294463872	100.0000	294463872	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>294463872</b>	<b>100.0000</b>	<b>294463872</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	92127889	79494232	86.2868	69968065	9526167	88.0165	11.9835
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>79494232</b>	<b>86.2868</b>	<b>69968065</b>	<b>9526167</b>	<b>88.0165</b>	<b>11.9835</b>
Public Non Institutions	E-Voting	14876715	2784192	18.7151	2783293	899	99.9677	0.0323
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>2784192</b>	<b>18.7151</b>	<b>2783293</b>	<b>899</b>	<b>99.9677</b>	<b>0.0323</b>
<b>Total</b>		<b>401468476</b>	<b>376742296</b>	<b>93.8411</b>	<b>367215230</b>	<b>9527066</b>	<b>97.4712</b>	<b>2.5288</b>



## Muthoot Finance Limited

Resolution Required :Special		4 - Re-appointment of Mr. Chamacheril Abraham Mohan (DIN: 00628107) as an Independent Director for a second consecutive term.						
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	294463872	294463872	100.0000	294463872	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>294463872</b>	<b>100.0000</b>	<b>294463872</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	92127889	79494232	86.2868	59458186	20036046	74.7956	25.2044
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>79494232</b>	<b>86.2868</b>	<b>59458186</b>	<b>20036046</b>	<b>74.7956</b>	<b>25.2044</b>
Public Non Institutions	E-Voting	14876715	2784192	18.7151	2783296	896	99.9678	0.0322
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>2784192</b>	<b>18.7151</b>	<b>2783296</b>	<b>896</b>	<b>99.9678</b>	<b>0.0322</b>
<b>Total</b>		<b>401468476</b>	<b>376742296</b>	<b>93.8411</b>	<b>356705354</b>	<b>20036942</b>	<b>94.6815</b>	<b>5.3185</b>



## Muthoot Finance Limited

Resolution Required :Special		5 - Re-appointment of Mr. Alexander George (holding DIN: 00938073) as Whole Time Director of the Company for a period of 5 (five) years with effect from September 30, 2025.						
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	294463872	294463872	100.0000	294463872	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>294463872</b>	<b>100.0000</b>	<b>294463872</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	92127889	79494232	86.2868	40935999	38558233	51.4956	48.5044
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>79494232</b>	<b>86.2868</b>	<b>40935999</b>	<b>38558233</b>	<b>51.4956</b>	<b>48.5044</b>
Public Non Institutions	E-Voting	14876715	2784192	18.7151	2783344	848	99.9695	0.0305
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>2784192</b>	<b>18.7151</b>	<b>2783344</b>	<b>848</b>	<b>99.9695</b>	<b>0.0305</b>
<b>Total</b>		<b>401468476</b>	<b>376742296</b>	<b>93.8411</b>	<b>338183215</b>	<b>38559081</b>	<b>89.7651</b>	<b>10.2349</b>



## Muthoot Finance Limited

Resolution Required : Ordinary

6 - Appointment of Secretarial Auditors.

Whether promoter/ promoter group are interested in the agenda/resolution?

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	294463872	294463872	100.0000	294463872	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>294463872</b>	<b>100.0000</b>	<b>294463872</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	92127889	79494232	86.2868	79489396	4836	99.9939	0.0061
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>79494232</b>	<b>86.2868</b>	<b>79489396</b>	<b>4836</b>	<b>99.9939</b>	<b>0.0061</b>
Public Non Institutions	E-Voting	14876715	2784192	18.7151	2783649	543	99.9805	0.0195
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>2784192</b>	<b>18.7151</b>	<b>2783649</b>	<b>543</b>	<b>99.9805</b>	<b>0.0195</b>
<b>Total</b>		<b>401468476</b>	<b>376742296</b>	<b>93.8411</b>	<b>376736917</b>	<b>5379</b>	<b>99.9986</b>	<b>0.0014</b>



## Muthoot Finance Limited

Resolution Required :Special		7 - Increase in the Number of Directors on the Board of Directors.						
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={([2]/[1])*100	[4]	[5]	[6]={([4]/[2])*100	[7]={([5]/[2])*100
Promoter and Promoter Group	E-Voting	294463872	294463872	100.0000	294463872	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>294463872</b>	<b>100.0000</b>	<b>294463872</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	92127889	79494232	86.2868	41328561	38165671	51.9894	48.0106
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>79494232</b>	<b>86.2868</b>	<b>41328561</b>	<b>38165671</b>	<b>51.9894</b>	<b>48.0106</b>
Public Non Institutions	E-Voting	14876715	2784192	18.7151	2783125	1067	99.9617	0.0383
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>2784192</b>	<b>18.7151</b>	<b>2783125</b>	<b>1067</b>	<b>99.9617</b>	<b>0.0383</b>
<b>Total</b>		<b>401468476</b>	<b>376742296</b>	<b>93.8411</b>	<b>338575558</b>	<b>38166738</b>	<b>89.8693</b>	<b>10.1307</b>



## Muthoot Finance Limited

Resolution Required :Special

8 - Alteration of Articles of Association of the Company.

Whether promoter/ promoter group are interested in the agenda/resolution?

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={{[2]/[1]}*100	[4]	[5]	[6]={{[4]/[2]}*100	[7]={{[5]/[2]}*100
Promoter and Promoter Group	E-Voting	294463872	294463872	100.0000	294463872	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>294463872</b>	<b>100.0000</b>	<b>294463872</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	92127889	79494232	86.2868	41267065	38227167	51.9120	48.0880
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>79494232</b>	<b>86.2868</b>	<b>41267065</b>	<b>38227167</b>	<b>51.9120</b>	<b>48.0880</b>
Public Non Institutions	E-Voting	14876715	2784152	18.7148	2782898	1254	99.9550	0.0450
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>2784152</b>	<b>18.7148</b>	<b>2782898</b>	<b>1254</b>	<b>99.9550</b>	<b>0.0450</b>
<b>Total</b>		<b>401468476</b>	<b>376742256</b>	<b>93.8411</b>	<b>338513835</b>	<b>38228421</b>	<b>89.8529</b>	<b>10.1471</b>



## Muthoot Finance Limited

Resolution Required :Special

9 - Appointment of Mr. Koodathumuriyil Verghese Eapen (DIN: 01613015) as Non-Executive Independent Director of the Company.

Whether promoter/ promoter group are interested in the agenda/resolution?

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
			[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100
Promoter and Promoter Group	E-Voting	294463872	294463872	100.0000	294463872	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>294463872</b>	<b>100.0000</b>	<b>294463872</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	92127889	79494232	86.2868	72543574	6950658	91.2564	8.7436
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>79494232</b>	<b>86.2868</b>	<b>72543574</b>	<b>6950658</b>	<b>91.2564</b>	<b>8.7436</b>
Public Non Institutions	E-Voting	14876715	2784192	18.7151	2783371	821	99.9705	0.0295
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>2784192</b>	<b>18.7151</b>	<b>2783371</b>	<b>821</b>	<b>99.9705</b>	<b>0.0295</b>
<b>Total</b>		<b>401468476</b>	<b>376742296</b>	<b>93.8411</b>	<b>369790817</b>	<b>6951479</b>	<b>98.1548</b>	<b>1.8452</b>



**Form No. MGT-13**  
**Scrutinizer's Report**

[Pursuant to Section 108 of the Companies Act, 2013, Rule 21(2) read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 read with General Circulars issued by the Ministry of Corporate Affairs from time to time and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

The Chairman

Muthoot Finance Limited

(CIN: L65910KL1997PLC011300)

NH Bypass, Palarivattom,

Ernakulam Kochi,

Kerala 682 018

Dear Sir,

**Sub:** Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20, 21 and 22 of the Companies (Management and Administration) Rules, 2014 for the 28<sup>th</sup> (Twenty Eighth) Annual General Meeting of Muthoot Finance Limited held on Saturday, August 30, 2025 at 3.30 p.m. (IST) through video conferencing (VC) / other audio visual means (OAVM).

I, Sunil Sankar Puthalath (ACS No. 20171, C.P. No.: 10613), of M/s Sunil Sankar & Associates , having office at Ernakulam, Kerala have been appointed as Scrutinizer, by the Board of Directors of Muthoot Finance Limited (**'the Company'**) pursuant to Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015 and pursuant to other applicable laws, regulations, circulars and guidelines to conduct the remote e-voting process in respect of the below mentioned resolutions proposed at the 28<sup>th</sup> (Twenty Eighth) Annual General Meeting (AGM) of Muthoot Finance Limited on Saturday, August 30, 2025 at 3.30 p.m. (IST) through VC/OAVM. I was also appointed as Scrutinizer to scrutinize the remote e-voting process during the said AGM.



The notice dated July 28, 2025 convening the AGM, as confirmed by the Company in respect of the below mentioned resolutions passed at the AGM along with Integrated Annual Report 2024-25 was sent through electronic mode to those Members whose e-mail address are registered with the Company/Depositories, in compliance with the Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI) Circulars unless any member has requested for a physical copy of the same. The MCA vide various circular dated permitted the holding of AGM though VC/OAVM without physical presence of the members at a common venue.

The Notice and Integrated Annual Report 2024-2025 was also uploaded on the Company's website [www.muthootfinance.com](http://www.muthootfinance.com), websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively, and on the website of Central Depository Services Limited (CDSL) [www.evotingindia.com](http://www.evotingindia.com).

The Company had availed the e-voting facility offered by CDSL for conducting remote e-voting by the Shareholders of the Company.

The voting period for remote e-voting commenced on Wednesday, August 27, 2025 (9:00 a.m. IST) and ended on Friday, August 29, 2025 (5:00 p.m. IST) and the CDSL e-voting platform was disabled thereafter. The Company had also provided remote e-voting facility to the Shareholders present at the AGM through VC/OAVM and who had not cast their vote earlier. The Shareholders of the Company holding shares as on the cut-off date Saturday, August 23, 2025 were entitled to vote on the resolutions as contained in the Notice of the AGM. After the closure of remote e-voting at the AGM, the report on remote e-voting done during the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked and counted. I have scrutinized and reviewed the remote e-voting based on the data downloaded from the CDSL e-voting system.

The Management of the Company is responsible to ensure compliance with the requirements the Act and rules relating to remote e-voting prior to and during the AGM on the resolutions contained in the notice of the AGM.

As a scrutinizer, my responsibility is restricted to ensure that the voting process is conducted in a fair and transparent manner and make the Scrutinizer's report of the voted cast 'in favour' or 'against' the resolutions in the AGM notice, based on the reports generated from the e-voting system provided by the Central Depository Service Limited, the authorised agency to provide remote e-voting facility prior to AGM and e-voting facility during the AGM.

I now submit my consolidated report as under on the result of the remote e-voting prior to and during the AGM in respect of the said resolutions.



**Resolution No :: 1****Ordinary Business – Ordinary Resolution**

Adoption of the

- a) The Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2025, together with the Reports of the Board of Directors and the Auditors thereon; and
- b) The Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2025, together with the Report of the Auditors thereon.
- A. Voted in favour of the resolution:

Sr #	Particulars	Through Remote e-voting prior to AGM	Through Remote e-voting during the AGM	Total
i	Number of members voted	1042	11	1053
ii	Number of valid votes cast by them	376590611	6476	376597087
iii	% of total number of valid votes cast	100%		

B. Vote casted against the resolution:

Sr #	Particulars	Through Remote e-voting prior to AGM	Through Remote e-voting during the AGM	Total
i	Number of members voted	10	1	11
ii	Number of valid votes cast by them	10509	11	10520
iii	% of total number of valid votes cast	0.0%		

C. Invalid Votes:

Sr #	Particulars	Through Remote e-voting prior to AGM	Through Remote e-voting during the AGM	Total
i	Number of members voted	Nil	Nil	Nil
ii	Number of valid votes cast by them	Nil	Nil	Nil



**Resolution No :: 2****Ordinary Business – Ordinary Resolution**

Appointment of Mr. George Thomas Muthoot (DIN: 00018281 ) as a director, liable to retire by rotation

## A. Voted in favour of the resolution:

Sr #	Particulars	Through Remote e-voting prior to AGM	Through Remote e-voting during the AGM	Total
i	Number of members voted	891	10	901
ii	Number of valid votes cast by them	365837725	6409	365844134
iii	% of total number of valid votes cast	97.11%		

## B. Vote casted against the resolution:

Sr #	Particulars	Through Remote e-voting prior to AGM	Through Remote e-voting during the AGM	Total
i	Number of members voted	164	2	166
ii	Number of valid votes cast by them	10898084	78	10898162
iii	% of total number of valid votes cast	2.89%		

## C. Invalid Votes:

Sr #	Particulars	Through Remote e-voting prior to AGM	Through Remote e-voting during the AGM	Total
i	Number of members voted	Nil	Nil	Nil
ii	Number of valid votes cast by them	Nil	Nil	Nil



**Resolution No :: 3**

**Ordinary Business – Ordinary Resolution**

Appointment of Mr. Alexander George (DIN: 00938073) as Director, liable to retire by rotation

A. Voted in favour of the resolution:

Sr #	Particulars	Through Remote e-voting prior to AGM	Through Remote e-voting during the AGM	Total
i	Number of members voted	895	10	905
ii	Number of valid votes cast by them	367208821	6409	367215230
iii	% of total number of valid votes cast	97.47%		

B. Vote casted against the resolution:

Sr #	Particulars	Through Remote e-voting prior to AGM	Through Remote e-voting during the AGM	Total
i	Number of members voted	160	2	162
ii	Number of valid votes cast by them	9526988	78	9527066
iii	% of total number of valid votes cast	2.53%		

C. Invalid Votes:

Sr #	Particulars	Through Remote e-voting prior to AGM	Through Remote e-voting during the AGM	Total
i	Number of members voted	Nil	Nil	Nil
ii	Number of valid votes cast by them	Nil	Nil	Nil



**Resolution No :: 4****Special Business – Special Resolution**

Re-appointment of Mr. Chamacheril Abraham Mohan (DIN: 00628107) as an Independent Director for a second consecutive term

## A. Voted in favour of the resolution:

Sr #	Particulars	Through Remote e-voting prior to AGM	Through Remote e-voting during the AGM	Total
i	Number of members voted	760	10	770
ii	Number of valid votes cast by them	356698945	6409	356705354
iii	% of total number of valid votes cast	94.68%		

## B. Vote casted against the resolution:

Sr #	Particulars	Through Remote e-voting prior to AGM	Through Remote e-voting during the AGM	Total
i	Number of members voted	301	2	303
ii	Number of valid votes cast by them	20036864	78	20036942
iii	% of total number of valid votes cast	5.32%		

## C. Invalid Votes:

Sr #	Particulars	Through Remote e-voting prior to AGM	Through Remote e-voting during the AGM	Total
i	Number of members voted	Nil	Nil	Nil
ii	Number of valid votes cast by them	Nil	Nil	Nil



**Resolution No :: 5****Special Business – Special Resolution**

Re-appointment of Mr. Alexander George (holding DIN: 00938073) as Whole Time Director of the Company for a period of 5 (five) years with effect from September 30, 2025.

A. Voted in favour of the resolution:

Sr #	Particulars	Through Remote e-voting prior to AGM	Through Remote e-voting during the AGM	Total
i	Number of members voted	461	10	471
ii	Number of valid votes cast by them	338176806	6409	338183215
iii	% of total number of valid votes cast	89.77%		

B. Vote casted against the resolution:

Sr #	Particulars	Through Remote e-voting prior to AGM	Through Remote e-voting during the AGM	Total
i	Number of members voted	599	2	601
ii	Number of valid votes cast by them	38559003	78	38559081
iii	% of total number of valid votes cast	10.23%		

C. Invalid Votes:

Sr #	Particulars	Through Remote e-voting prior to AGM	Through Remote e-voting during the AGM	Total
i	Number of members voted	Nil	Nil	Nil
ii	Number of valid votes cast by them	Nil	Nil	Nil



**Resolution No :: 6****Special Business – Ordinary Resolution**

Appointment of Secretarial Auditors

## A. Voted in favour of the resolution:

Sr #	Particulars	Through Remote e-voting prior to AGM	Through Remote e-voting during the AGM	Total
i	Number of members voted	1043	11	1054
ii	Number of valid votes cast by them	376730441	6476	376736917
iii	% of total number of valid votes cast	100%		

## B. Vote casted against the resolution:

Sr #	Particulars	Through Remote e-voting prior to AGM	Through Remote e-voting during the AGM	Total
i	Number of members voted	10	1	11
ii	Number of valid votes cast by them	5368	11	5379
iii	% of total number of valid votes cast	0.00%		

## C. Invalid Votes:

Sr #	Particulars	Through Remote e-voting prior to AGM	Through Remote e-voting during the AGM	Total
i	Number of members voted	Nil	Nil	Nil
ii	Number of valid votes cast by them	Nil	Nil	Nil



**Resolution No :: 7****Special Business – Special Resolution**

Increase in the Number of Directors on the Board of Directors of the Company to 16 Directors:

## A. Voted in favour of the resolution:

Sr #	Particulars	Through Remote e-voting prior to AGM	Through Remote e-voting during the AGM	Total
i	Number of members voted	490	10	500
ii	Number of valid votes cast by them	338569149	6409	338575558
iii	% of total number of valid votes cast	89.87%		

## B. Vote casted against the resolution:

Sr #	Particulars	Through Remote e-voting prior to AGM	Through Remote e-voting during the AGM	Total
i	Number of members voted	569	2	571
ii	Number of valid votes cast by them	38166660	78	38166738
iii	% of total number of valid votes cast	10.13%		

## C. Invalid Votes:

Sr #	Particulars	Through Remote e-voting prior to AGM	Through Remote e-voting during the AGM	Total
i	Number of members voted	Nil	Nil	Nil
ii	Number of valid votes cast by them	Nil	Nil	Nil



**Resolution No :: 8****Special Business – Special Resolution**

Alteration of Articles of Association of the Company

## A. Voted in favour of the resolution:

Sr #	Particulars	Through Remote e-voting prior to AGM	Through Remote e-voting during the AGM	Total
i	Number of members voted	491	10	501
ii	Number of valid votes cast by them	338507426	6409	338513835
iii	% of total number of valid votes cast	89.85%		

## B. Vote casted against the resolution:

Sr #	Particulars	Through Remote e-voting prior to AGM	Through Remote e-voting during the AGM	Total
i	Number of members voted	567	2	569
ii	Number of valid votes cast by them	38228343	78	38228421
iii	% of total number of valid votes cast	10.15%		

## C. Invalid Votes:

Sr #	Particulars	Through Remote e-voting prior to AGM	Through Remote e-voting during the AGM	Total
i	Number of members voted	Nil	Nil	Nil
ii	Number of valid votes cast by them	Nil	Nil	Nil



**Resolution No :: 9****Special Business – Special Resolution**

Appointment of Mr. Koodathumuriyil Verghese Eapen (DIN: 01613015) as Non-Executive Independent Director of the Company

## A. Voted in favour of the resolution:

Sr #	Particulars	Through Remote e-voting prior to AGM	Through Remote e-voting during the AGM	Total
i	Number of members voted	952	10	962
ii	Number of valid votes cast by them	369784408	6409	369790817
iii	% of total number of valid votes cast	98.15%		

## B. Vote casted against the resolution:

Sr #	Particulars	Through Remote e-voting prior to AGM	Through Remote e-voting during the AGM	Total
i	Number of members voted	101	2	103
ii	Number of valid votes cast by them	6951401	78	6951479
iii	% of total number of valid votes cast	1.85%		

## C. Invalid Votes:

Sr #	Particulars	Through Remote e-voting prior to AGM	Through Remote e-voting during the AGM	Total
i	Number of members voted	Nil	Nil	Nil
ii	Number of valid votes cast by them	Nil	Nil	Nil




The particulars of remote e-voting report generated from electronic registry of CDSL have been entered in a separate register maintained for this purpose. E-votes cast at the venue are considered for the purpose of this report.

The remote e-voting was scrutinized and reconciled with the register of members/records of the Company as on cut- off date as maintained by RTA of the Company.

All electronic data and relevant record of the e-voting will remain in my custody until the Chairman consider, approves and signs the minutes of the 28<sup>th</sup> Annual General Meeting and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.

Based on above information, you may kindly announce the results.

Thanking You,

  
Sunil Sankar Puthalath  
Company Secretary in Practice



SUNIL SANKAR LL.B, ACS, MBA  
PRACTISING COMPANY SECRETARY  
MEMBERSHIP No. 20171  
CERT OF PRACTICE No. 10613

Membership No	:: 20171
Certificate of Practice No	:: 10613
Peer Review Certificate no.	:: 4335/2023
UDIN	:: A020171G001133019

September 01, 2025

Ernakulam

We the undersigned witnessed that the vote was unblocked from the e-voting website of Central Depository Services Limited (CDSL) [www.evotingindia.com](http://www.evotingindia.com) in our presence.



Adv. Jacob Thomas  
Muvattupuzha, Ernakulam  
Kerala



Adv. Najeeb Bakker  
Edapally, Ernakulam  
Kerala

**Our Ref :** d/prsnl/profwrk/MFL/AGM/Scnrpt/25-26