

PROCEEDINGS AT THE 21st ANNUAL GENERAL MEETING ON 10.08.2013

The meeting commenced with a prayer. Shri.Jagdish Capoor, Chairman declared that there was proper quorum for the meeting and called the meeting to order. Thereafter, Shri.B.N.Raveendra Babu, Executive Director welcomed the Share holders to the meeting. He shared the pleasure of the management in addressing the members when the company made a remarkable performance in overall terms.

Shri. Jagdish Capoor, Chairman addressed the members. In his brief speech he shared with the members about the overall performance of the company and also the steps the management has taken to address certain regulatory concerns.

Chairman invited Shri V.P.Nandakumar, Managing Director & CEO to address the meeting. In his speech he briefed about the performance of the company during the year 2012-13 in terms of growth and profitability. He also touched upon the changes in lending policies introduced by RBI and opined that those measures will strengthen the NBFC sector in the long run.

Thereafter, MAFIL awards were presented to the children of the members who scored high marks in the last SSLC/CBSE/ICSE examinations. The award consisted of a cash prize of Rs.5000/- Rs.3000/- and Rs.2000/- respectively for 1st, 2nd and 3rd prizes followed by a merit certificate.

Shri. Jagdish Capoor, Chairman, Shri. V.P. Nandakumar, Managing director & CEO, I.Unnikrishanan ED & Dy.CEO, Shri E.A.Kshirsa and Shri. Shailesh J Mehta, Directors have distributed the awards to the winners.

After the distribution of the above awards the meeting proceeded to the agenda of the 21st Annual General meeting.

Notice convening the meeting.

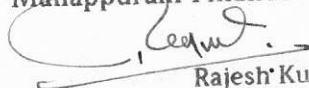
Notice dated 15/05/2013 convening the 21st Annual General Meeting of the Company at Anugraha Auditorium Valapad, Thrissur 680 567 at 10.30 AM was taken as read.

Chairman requested the Company Secretary to read the Auditor's report. Thereafter the following resolutions were passed unanimously.

ORDINARY BUSINESS:

Item No.1 . To receive, consider and adopt the audited Balance Sheet and Profit and Loss Account of the Company as on 31st March 2013 and reports of the Board of Directors and Auditors thereon.

For Manappuram Finance Limited


Rajesh Kumar.K
Company Secretary

Item No.2. Confirm the Interim Dividend of Rs 1.50 per share declared on 13th March 2013 as the Final Dividend

Item No.3 To appoint a director in the place of Dr. Shailesh J Mehta who retires by rotation and being eligible, offers himself for re-appointment

Item No.4 To appoint a director in the place of Dr. V.R.Manoharan who retires by rotation and being eligible, offers himself for re-appointment

Item No.5. To appoint a Director in place of Mr. P.Manomohanan, Director who retires by rotation and being eligible, offers himself for re-appointment

Item No. 6 To appoint Auditors and to fix their remuneration

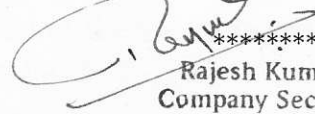
Special Business

ITEM NO 7 Appointment of Mr. Rajiven.V.R as a Director of the Company

Meeting concluded with a vote of thanks to the chair by the Company Secretary

This Summary of the proceeding is issued pending the approval of the Minutes by the Chariman

For Manappuram Finance Limited



Rajesh Kumar.K
Company Secretary