



March 16, 2026

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai- 400001

Scrip Code: 544055

Dear Sir/Madam,

National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex, Bandra (E),
Mumbai 400 051

Scrip Code: MUTHOOTMF

Sub: Intimation of Voting Results Pursuant to Regulation 44(3) of SEBI (LODR) Regulations 2015 and Outcome of Postal Ballot Pursuant to Regulation 30 of SEBI (LODR) Regulations 2015

This is with reference to the earlier communication dated February 12, 2026, regarding Postal Ballot Notice seeking approval of the Members of the Company, only by way of remote e-voting process (“e-voting”) for the following item:

1. To consider the proposal for Issuance through Private Placement of Debenture for additional amount of ₹ 2000 Crores (Rupees Two Thousand Crores Only) in one or more tranches or series, from time to time.

We wish to inform that the resolutions set out in the Postal Ballot Notice dated February 12, 2026, have been passed with requisite majority. Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the following:

- a) The Scrutinizer’s Report dated March 16, 2026, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 and 21(2) of the Companies (Management and Administration) Rules, 2014, on the resolution passed through Postal Ballot
- b) In terms of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the voting results of the Postal Ballot through remote e-voting on the aforesaid resolution.

The Scrutinizer’s Report and voting results of the Postal Ballot through remote e-voting are also made available in the Company’s website www.muthootmicrofin.com

Kindly take the same on records.

Thanking you,
Yours faithfully,
For **Muthoot Microfin Limited**

Neethu Ajay
Chief Compliance Officer and Company Secretary

MUTHOOT MICROFIN LIMITED
CIN:L65190MH1992PLC066228

Partners:

CS Puzhankara Sivakumar M.com, FCMA, FCS

CS Syam Kumar R. B.Sc, FCS, LLB, IP, DARB (ICSI)

CS Madhusudhanan E.P. M.com, FCS, FCMA, IP, RV, DIA, DCG (ICSI)

R Srikar Pai B.com, LLB, CAIIB, FCS

CS Ruchira Jharkhandi B.Com, FCS, LLB

REPORT OF SCRUTINIZER

[Pursuant to Sections 108 and 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of Companies (Management and Administration) Rules, 2014]

To,

The Chairman

M/s. Muthoot Microfin Limited

CIN: L65190MH1992PLC066228

**13th Floor, Parinee Crescenzo, Bandra Kurla Complex,
Bandra East, Mumbai, Maharashtra, India-400051**

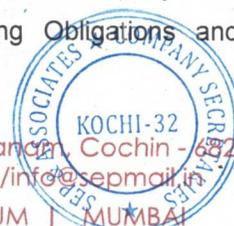
Dear Sir,

Sub: Scrutinizer's Report on Postal Ballot conducted through Remote e-Voting by the Equity Shareholders of M/s. Muthoot Microfin Limited (CIN: L65190MH1992PLC066228) pursuant to the provisions of Sections 108 and 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended.

I, Puzhankara Sivakumar, Managing Partner of SEP & Associates, Company Secretaries, holding Membership No. FCS 3050 and Certificate of Practice No. 2210, having office at Building No. C.C 31/1590, Felix Road, Thammanam, Cochin-682032, was appointed as Scrutinizer on 09th February, 2026 by the Board of Directors of M/s. Muthoot Microfin Limited ("the Company") having CIN: L65190MH1992PLC066228, for the purpose of scrutinizing in a fair and transparent manner, the postal ballot voting process conducted through remote e-voting in respect of the resolutions proposed in the Postal Ballot Notice dated 12th February, 2026.

We hereby submit our report as under:

The Management of the Company is responsible for ensuring compliance with the provisions of Sections 108 and 110 of the Companies Act, 2013 and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modifications or re-enactments thereof for the time being in force), read with General Circular Nos. 03/2025 dated September 22, 2025, 09/2024 dated September 19, 2024, 09/2023 dated September 25, 2023, 17/2020 dated April 13, 2020, and 14/2020 dated April 08, 2020 as issued by Ministry of Corporate Affairs ("MCA Circulars"), SEBI Circulars, Secretarial Standard -2 issued by the Institute of Company Secretaries of India (ICSI), as well as the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements)



Regulations, 2015 ("LODR Regulations") relating to voting through electronic means on the resolutions contained in the Postal Ballot Notice.

Pursuant to the aforesaid MCA Circulars and other applicable provisions, the Postal Ballot Notice dated 12th February 2026 was sent only through electronic mode to those members whose names appeared on the Register of Members as on the cut-off date reckoning the eligibility to vote, i.e., 06th February 2026 and whose e-mail IDs are registered with the Depositories/RTA. A note on detailed procedure for casting vote via remote e-voting, as well as a statement pursuant to the provisions of Section 102(1) and other applicable provisions of the Act read with the Rules, setting out all material facts relating to the resolution(s) mentioned in the Postal Ballot Notice formed part of the said Notice.

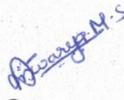
The Notice was placed on the website of the Company at www.muthootmicrofin.com and could also be accessed from the websites of the Stock Exchanges, i.e. BSE Limited ('BSE') at www.bseindia.com and National Stock Exchange of India Limited ('NSE') at www.nseindia.com and on the website of National Securities Depository Limited ('NSDL'), the agency for providing the Remote e-voting facility, i.e., www.evoting.nsd.com.

The Company had also published advertisements on Friday, February 13th, 2026, in Business Standard, an English newspaper, and Navarashtra, a Marathi newspaper, regarding the completion of dispatch of the Postal Ballot Notice, along with the other prescribed disclosures with respect to the timelines and the remote e-voting process.

The Company availed the services of NSDL for extending the facility of providing remote e-voting to the Shareholders of the Company.

The remote e-voting facility commenced on Friday, 13th February 2026 at 09:00 a.m. (IST) and ended on Saturday, 14th March 2026 at 05:00 p.m. (IST). Thereafter, the remote e-voting facility was disabled by NSDL.

The votes cast under remote e-voting facility were subsequently unblocked in the presence of two witnesses who were not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Witness 1: 
Aiswarya M S
D/o. M R Sreenivasan
Embram Madam,
Nettoor P O
Ernakulam-682040
Occupation: Private Employment

Witness 2: 
Revathi K S
D/o Subramanian N N
Karthika House, Near ENS Kalari
Nettoor P O
Ernakulam-682040
Occupation: Practicing Company Secretary



I have scrutinized and reviewed the votes cast by the shareholders through remote e-voting based on the data downloaded from the NSDL e-voting system at www.evoting.nsdl.com.

My responsibility as scrutinizer for remote e-voting is limited to preparing and submitting the Scrutinizer's Report of the votes cast in favour of or against the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by NSDL.

The report on the result of voting through remote e-voting in respect of the said resolution is as under:

SPECIAL BUSINESS:

Item No.1: Special Resolution

To consider the proposal for Issuance through Private Placement of Debenture.

(i) Voted **in favour** of the resolution:

Voting Description	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote E-Voting	349	137302763	99.99%
TOTAL	349	137302763	99.99%

(ii) Voted **against** the resolution:

Voting Description	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote E-Voting	30	10529	0.01%
TOTAL	30	10529	0.01%



(iii) **Invalid Votes:**

Voting Description	Number of members whose votes were declared invalid	Number of invalid votes cast by them
Remote E-Voting	0	0
TOTAL	0	0

The total number of votes cast in favour of the resolution is more than three times of the number of votes cast against the resolution. Accordingly, the Special Resolution set out in Item No. 1 of the Postal Ballot Notice may be considered as duly passed.

Based on the aforesaid results, I report that the resolution as set out in Item No. 1 of the Postal Ballot Notice dated February 12, 2026 has been duly passed as per the provisions of SEBI/Companies Act, 2013.

All electronic data and other relevant records in connection with this e-voting has been handed over to the Company Secretary of the Company for safe-keeping.

Thanking You

UDIN: F003050G004073699

Yours Faithfully

**For SEP & Associates,
Company Secretaries
(Peer Review Certificate no.: 6780/2025)**



**CS Puzhankara Sivakumar
Managing Partner
M. No. F3050 COP No. 2210**



Counter Signed by:

**Date: 16.03.2026
Place: Kochi**

**Thomas Muthoot
Chairman
(DIN: 00082099)
Date: 16.03.2026
Place: Kochi**

Disclosure as per Regulation 44 of SEBI (LODR) Regulation, 2015

Voting Results

Date of AGM/EGM	Not Applicable (Resolution passed through Postal Ballot)
Date of Postal Ballot Notice	12/02/2026
Voting start and end date	13/02/2026 to 14/03/2026
Total number of shareholders on Cut-off date, 06/02/2026	142786
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	NA
Public:	NA
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	NA
Public:	NA

Agenda- wise disclosure (to be disclosed separately for each agenda item)

Resolution No 1: To consider the proposal for Issuance through Private Placement of Debenture for additional amount of ₹ 2000 Crores (Rupees Two Thousand Crores Only) in one or more tranches or series, from time to time

Resolution required: (Ordinary/ Special)	Special Resolution
Whether promoter/ promoter group are interested in the agenda/resolution?	No

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	94565832	94553884	99.99%	94553884	0	100%	0
	Poll							
	Postal Ballot (if applicable)							
	Total		94565832	94553884	99.99%	94553884	0	100%
Public-Institutions	E-Voting	44675296	41843106	93.66%	41843106	0	100%	0
	Poll							
	Postal Ballot (if applicable)							
	Total		44675296	41843106	93.66%	41843106	0	100%
Public-Non Institutions	E-Voting	31251048	916302	2.93%	905773	10529	98.85%	1.15%
	Poll							
	Postal Ballot (if applicable)							
	Total		31251048	916302	2.93%	905773	10529	98.85%
Total		170492176	137313292	80.54 %	137302763	10529	99.99%	0.01%

For Muthoot Microfin Limited

Neethu Ajay,
Chief Compliance Officer and Company Secretary
Membership No: 34822