



MANAPPURAM FINANCE LIMITED

Make Life Easy

Ref: SEC/SE/04/2024-25
April 3, 2024

BSE Limited Phiroze Jeejeebhoy Towers Dalal Street Mumbai- 400001 Scrip Code: 531213	National Stock Exchange of India Limited 5th Floor, Exchange Plaza Bandra (East) Mumbai - 400 051 Scrip Code: MANAPPURAM
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Dear Madam/ Sir,

Sub: Result of Voting by Postal Ballot

This is further to our letter dated March 05, 2024, submitting the Postal Ballot Notice seeking approval of the Members of Manappuram Finance Limited for appointment of Mr. Edodiyil Kunhiraman Bharat Bhushan (DIN: 01124966) as Non-Executive Independent Director of the Company.

The aforesaid resolution placed through the Postal Ballot was passed with requisite majority, and the resolution is deemed to be passed on the last date of the e-voting, i.e., Wednesday, April 3, 2024. We enclose herewith;

- a. Voting results.
- b. Report of the Scrutinizer dated April 3, 2024.

The Voting Results along with the Scrutinizer's Report are also being made available on the Company's website at www.manappuram.com.

We request you to kindly take the above information in your records.

Thanking You,

Yours faithfully,

For Manappuram Finance Limited

Manojkumar V R
Company Secretary

India's First Listed and Highest Credit Rated Gold Loan Company

CIN: L65910KL1992PLC006623, Registered Office : W - 4/ 638A, Manappuram House, P.O. Valapad, Thrissur - 680 567, Kerala, India
Tel : 0487 - 3050100, 3050108 Fax : 0487 - 2399298 E mail : mail@manappuram.com Website : www.manappuram.com



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VOTING RESULTS

Date of AGM/ EGM	The remote e-voting started at 09.00 A.M. (IST) on Tuesday, March 5, 2024, and ended at 05.00 P.M. (IST) on Wednesday, April 3, 2024.
Total Number of shareholders on record date	4,26,624 (Four Lakh Twenty Six Thousand Six Hundred and Twenty Four)
No of Shareholders present in the meeting either in person or through Promoters & promoter Group; Public;	N-A
No of Shareholders attended the meeting through video conferencing Promoters & promoter Group; Public;	N-A

Resolution Required :Special			1 - Appointment of Mr. Edodiyl Kunhiraman Bharat Bhushan (DIN: 01124966) as Non-Executive Independent Director of the Company.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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	297951014	297930289	99.9930	297930289	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
	Total		297930289	99.9930	297930289	0	100.0000	0.0000
Public Institutions	E-Voting	357054718	280571328	78.5794	280571328	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
	Total		280571328	78.5794	280571328	0	100.0000	0.0000
Public Non Institutions	E-Voting	191428997	6831792	3.5688	6718490	113302	98.3415	1.6585
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		6831792	3.5688	6718490	113302	98.3415	1.6585
Total		846434729	585333409	69.1528	585220107	113302	99.9806	0.0194

Thanking You,
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For Manappuram Finance Limited

Manojkumar V R
Company Secretary

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Suresh MV
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REPORT OF SCRUTINIZER

[Pursuant to Section 110 of the Companies Act 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 - as amended]

To,

**The Chairman
Manappuram Finance Limited
(CIN: L65910KL1992PLC006623)
Regd. Office: W- 4/638A
Manappuram House, Valapad PO
Thrissur - 680567, Kerala**

Scrutinizer's Report on Postal Ballot Voting held by Way of Remote Voting by Electronic means in Respect of Passing of resolutions set-out in the Notice dated 07th February 2024.

Sir,

I, **Suresh M. V, Company Secretary in Practice** {Membership No- ICSI F-9741 and Certificate of Practice No. 17830} have been appointed as the Scrutinizer by the Board of Directors of Manappuram Finance Limited ('the Company') vide resolution passed by the Board of Directors of the Company on February 07th 2024 for the purpose of scrutinizing the Postal Ballot voting conducted by way of remote e-voting process only ("e-voting") in a fair and transparent manner and ascertain the requisite majority on the resolutions contained in the postal ballot notice dated 07th February 2024 ('Notice') issued in accordance with the provisions of Sections 108, 110 and other applicable provisions, if any, of the Companies Act, 2013, ('the Act') read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, ('the Rules'), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing

SMS & CO COMPANY SECRETARIES LLP

LLPIN: AAM-4297

Regd. Office: Chaithram, Manavazhy, Viyyur, Thrissur- 680 010

For Manappuram Finance Limited

Manoj Kumar V.R.
Company Secretary





Suresh MV
MCom. LLB. FCS
Senior Partner

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Regulations), Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ('SS-2'), each as amended, and in accordance with the guidelines prescribed by the Ministry of Corporate Affairs ('MCA') for holding general meetings/ conducting postal ballot process through e-voting vide General Circulars No.14/ 2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 08, 2021 and 03/2022 dated May 05, 2022 (collectively the 'MCA Circulars'),

1. The said appointment as Scrutinizers is under the provisions of Section 110 of the Companies Act, 2013 ("the Act") read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules"). As the Scrutinizer, I have to scrutinize the process of e-voting conducted for the postal ballot, using an electronic voting system on the dates referred to in the Notice.

2. Management Responsibility:

The Management of the Company is responsible to ensure the compliance with the requirement of (i) the Act and the Rules made thereunder; (ii) MCA Circulars; and (iii) SEBI (Listing Obligation Disclosure Requirements) Regulations, 2015 ("LODR") relating to e-voting on the resolutions contained in the Notice. The management of the Company is responsible for ensuring a secured framework and robustness of electronic voting system.

3. Scrutinizers Responsibility:

My responsibility as a scrutinizer for e-voting process is restricted to making a Scrutinizer's report of the votes cast "In Favour" or "Against" by the members in respect of the resolutions contained in the notice. My report is based on verification of data and the report generated from the e-Voting system provided by Central Depository Services Limited ("CDSL"), the Registrar and Transfer Agent of the Company and the Agency authorized under the Rules and engaged by the Company to provide e-voting facility and

For Manappuram Finance Limited

Manoj Kumar V.R.
Company Secretary





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attendant papers/ documents furnished to me electronically till the time fixed for closing of the e-voting process i.e. till 5:00 PM IST on April 3rd, 2024.

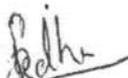
4. Cut - Off Date:

The Members of the Company as on the "cut-off" date as set out in the Notice i.e, **Wednesday, February 28th, 2024** were entitled to vote on the resolution set out in the Notice and their voting rights were in proportion to their shareholding in the paid-up equity share capital of the Company as on the cut-off date, subject to the provisions of Articles of Association of the Company.

5. Remote e-voting process:

(i) The remote e-voting period remained open from Tuesday, March, 05th, 2024 (9:00 AM IST) to Wednesday, April 03rd, 2024 (5:00 PM IST).

(ii) The votes cast during the remote e-voting were unblocked on Wednesday, April 03rd, 2024 after the conclusion of e-voting period for Postal Ballot and was witnessed by two witnesses, Mrs. K.Geetha and Arun. P.V who are not in the employment of the Company and / or CDSL. They have signed below in confirmation of the same.


K.Geetha


P.V.Arun

(ii) Thereafter, the details containing, inter alia, the list of Members who voted "in favour" or "against" on the resolution were generated from the remote e-voting website of CDSL, i.e <https://www.evotingindia.com>. Based on the report generated by CDSL and relied upon by me, data regarding the remote e-voting was scrutinized on test check basis

6. I submit herewith the Scrutinizer's Report on the results of the remote e-voting for postal ballot, based on the report generated by CDSL, scrutinized on test- check basis, and relied upon by me as under:

For Manappuram Finance Limited


Manoj Kumar V.R.
Company Secretary





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SPECIAL BUSINESS
RESOLUTION NO.1 SPECIAL RESOLUTION:

Item No.1 - Appointment of Mr. Edodiyil Kunhiraman Bharat Bhushan (DIN: 01124966) as Non-Executive Independent Director of the Company.

To consider and, if thought fit, to pass the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, Schedule IV and any other applicable provisions of the Companies Act, 2013 (“Act”) read with the Rules made thereunder, and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“SEBI Listing Regulations”) (including any statutory modification(s) or reenactment thereof for the time being in force), the Articles of Association of the Company and pursuant to the recommendation of the Nomination, Compensation and Corporate Governance Committee and approval of the Board of Directors, Mr. Edodiyil Kunhiraman Bharat Bhushan (DIN: 01124966), who was appointed as an Additional Director in the capacity of Non-Executive Independent Director with effect from March 01, 2024, and has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations, and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director pursuant to Section 160 of the Act, be and is hereby appointed as a Non-Executive Independent Director of the Company to hold office for a term of three consecutive years with effect from March 01, 2024, to February 28, 2027, not subject to retirement by rotation.”

“RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 197 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder, Mr. Edodiyil Kunhiraman Bharat Bhushan (DIN: 01124966), be paid sitting fees for attending the meetings of the Board of Directors and Committees thereof of which membership, if any, is held by him, reimbursement of expenses for participation in the meetings and also commission on an annual basis, of such sum as may be recommended by the Nomination, Compensation and Corporate Governance Committee and approved by the Board, subject to the overall limits as specified under the Act and the Rules framed thereunder.”

“RESOLVED FURTHER THAT any Director and/or the Company Secretary of the Company be and is hereby authorized to do all acts, deeds and things including filings and take steps as may be deemed necessary, proper or expedient to give effect to this Resolution and matters incidental thereto.”

For Manappuram Finance Limited

Manoj Kumar V.R.
Company Secretary





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Total number of Members Voted : 1931

Total number of Votes Casted : 585333409

Votes in favor of Resolution:

MODE	Total Number of Members voted	No. of Votes cast in favor of the resolution	% of total Number of valid votes cast
Postal Ballot (Remote e-voting)	1828	585220107	99.98
Total	1828	585220107	

Votes Against Resolution:

MODE	Total Number of Members voted	No. of Votes cast against of the resolution	% of total Number of valid votes cast
Postal Ballot (Remote e-voting)	103	113302	0.02
Total	103	113302	

Invalid Votes:

MODE	Total Number of Members voted	No. of Votes cast.
Postal Ballot (Remote e-voting)	0	0
Total	0	0

For Manappuram Finance Limited

Manoj Kumar V.R.
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- (a) Aforesaid resolution as contained in the Notice is passed with requisite majority by the Members of the Company ie the percentage of total votes [ballot/ remote e-voting) casted by the members of company in favour of the resolutions is more than the requisite majority, and therefore, the resolutions is deemed to be passed. The chairman of the Company may declare the result accordingly.
- (b.) The figures in percentage have been rounded off to 2 decimal points.
7. The electronic data and all other relevant records relating to remote e-voting are under my safe custody and will 'be handed over to Mr. Manojkumar. V.R, Company Secretary and Compliance Officer, for preserving safely after the Chairman considers, approves and signs the minutes of the Postal Ballot.

8. Restriction on Use

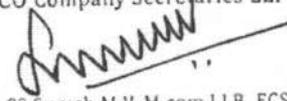
This report has been issued at the request of the Company for (i) submission to Stock Exchanges, (ii) placing on website of the Company and (iii) placing on website of CDSL. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any party to whom it is shown or into whose hands it may come without my prior consent in writing.

Thanking You
Yours Faithfully

CS. Suresh MV,
M.No: 9741, COP No: 17830

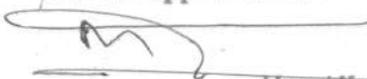
Place: THRISSUR
Date: 03/04/2024
UDIN: F009741F000019113

For SMS & CO Company Secretaries LLP


CS Suresh M.V, M.com.LLB. FCS
Senior Partner
MN: 9741, COP No: 17830



For Manappuram Finance


Manoj Kumar V.R.
Company Secretary