



MANAPPURAM[®] FINANCE LIMITED

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PROCEEDINGS AT THE EXTRA ORDINARY GENERAL MEETING OF MANAPPURAM FINANCE LIMITED ("THE COMPANY"), HELD ON THURSDAY, JANUARY 22, 2026 AT 11 A.M. (IST) THROUGH VIDEO CONFERENCING ("VC")/ OTHER AUDIO-VISUAL MEANS ("OAVM")

Pursuant to the Regulation 30 read with Para A of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time, it is hereby informed that Extra Ordinary General Meeting ("EGM") was duly held on Thursday, January 22, 2026 at 11.00 A.M. through VC/ OAVM.

The Company Secretary of the Company welcomed the members of the Company. He informed them that in view of the circulars issued by Ministry of Corporate Affairs ("MCA") and Securities and Exchange Board of India ("SEBI") read with applicable Secretarial Standards, the EGM was held through VC / OAVM only and he briefed the members about the modalities related to conducting the meeting through VC/ OAVM. Further, the Company Secretary of the Company informed the members that the Company had engaged the services of Central Depository Services (India) Limited ("CDSL") for providing the facility for participation in the EGM through VC/ OAVM and for electronic voting on matters set out in the notice convening the EGM ("EGM Notice") dated December 26, 2025.

Mr. V. P. Nandakumar, chaired the meeting. The Company Secretary requested Mr. V. P. Nandakumar, Chairman, to call the meeting to order and the Chairman declared that there was requisite quorum for the meeting and called the meeting to order.

Dr. Sumitha Nandan, Executive Director of the Company extended a warm welcome to all members. It was informed that there was no proxy facility available for this meeting and documents related to Special Businesses were made available for inspection.

Mr. V. P. Nandakumar, then introduced the directors and all invitees present at the meeting. Mr. Saurabh Joshi, representative of KKC & Associates LLP, Chartered Accountants and Ms Mansi Doshi, representative of Chokshi & Chokshi LLP, Statutory Auditors, Ms. Darsana Menon, representative of KSR & Co Company Secretaries LLP as Secretarial Auditors, CS. Suresh MV, Senior Partner of SMS & Co LLP as Scrutinizer, Mr. Jayakumar Kandaswamy, representative of MUFG Intime India Private Limited as Registrar and Share Transfer Agent, e-voting service provider as CDSL and promoters were also present at the meeting.

The Chairman of the Company addressed the members and *welcomed all shareholders to the Extraordinary General Meeting of Manappuram Finance Limited and appreciated their continued trust and engagement. The meeting noted the strong performance and resilience of the NBFC sector, supported by robust credit demand, improved asset quality and growing investor confidence. The evolving regulatory environment, with its emphasis on governance and risk management, was highlighted as a positive and necessary development. The Chairperson outlined Manappuram Finance's sustained focus on retail and secured lending, digital capability enhancement, prudent capital management and disciplined growth. In this context, the proposal to increase the Company's borrowing limits was discussed as a strategic step crucial for ensuring adequate financial flexibility, optimising the cost of funds, supporting credit expansion and strengthening liquidity. Shareholders were informed that enhanced borrowing capacity would enable the Company to effectively tap*



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diversified funding sources and respond swiftly to market opportunities while remaining within regulatory and risk parameters. The Board reiterated its commitment to strong governance, transparency and responsible growth.

This was followed by the speech of Mr. Deepak Reddy, CEO wherein he highlighted that *the NBFC sector is undergoing significant structural changes, marked by strong credit demand, enhanced regulatory oversight and greater emphasis on balance-sheet resilience. In this environment, timely access to diversified and cost-effective funding has become essential. Management explained that the proposal to enhance the Company's borrowing limit is a strategic step aimed at providing greater financial flexibility, supporting business expansion and strengthening liquidity management. The increased headroom will help optimise the funding mix, improve cost efficiency, reduce concentration risks and reinforce asset-liability management. It was clarified that this proposal does not signal any shift in the Company's conservative approach to leverage. All borrowings will continue to be governed by strong internal controls, risk frameworks and oversight by the Board and its committees. Management reiterated its commitment to sustainable growth, operational excellence and long-term shareholder value creation. Shareholders were respectfully requested to grant their approval for the resolution placed before them.*

The Company Secretary also informed the Members that since the requirement of physical presence of the Members at a common venue has been dispensed with, the Company had made all arrangements to enable the members to participate and vote on the items being considered in the EGM. Thereafter, the EGM Notice and the corrigendum thereto was taken as read.

The following businesses were placed by the Company Secretary and transacted at the EGM:

1	Detail of the Agenda: Resolution Required: Mode of Mode of voting:	Approval to borrow in excess of the aggregate of paid-up share capital and free reserves and securities premium of the Company under Section 180(1)(c) of the Companies Act, 2013. Special Resolution Remote E-voting and by E-voting at the EGM.
2	Detail of the Agenda: Resolution Required: Mode of Mode of voting:	Approval to create charge/mortgage over the properties of the Company for the purpose of borrowing in terms of Section 180(1)(a) of the Companies Act, 2013 Special Resolution Remote E-voting and by E-voting at the EGM.
3	Detail of the Agenda: Resolution Required:	Revision in terms of remuneration payable to Dr Sumitha Nandan (DIN: 03625120), Whole-time Director of the Company Ordinary Resolution



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	Mode of Mode of voting:	Remote E-voting and by E-voting at the EGM.
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The Company Secretary informed that the remote e-voting commenced on Sunday, January 18, 2026 at 9:00 A.M. (IST) and ended on Wednesday, January 21, 2026 at 5:00 P.M. (both days inclusive). He further informed the members that the facility for e-voting was made available during the meeting for members who had not cast their vote through remote e-voting.

The Company had appointed CS Suresh M V, FCS, Senior Partner, SMS & Co, Company Secretaries LLP, Thrissur as the scrutinizer for the purpose of scrutinizing the process of remote e-voting and e-voting process at the EGM.

Members who had registered as speaker shareholder within the prescribed timeline were requested to ask queries. The meeting concluded with a vote of thanks to the Chair, Directors, Members and Other Participants by the Company Secretary. The members were requested to note that the resolutions set out in the EGM Notice shall be deemed to be passed on the date of the EGM i.e., January 22, 2026, if carried with requisite majority.

Thereafter, the e-voting module was extended for another 30 minutes to enable the members to cast their votes.

The Company will separately intimate the e-voting results along with the Scrutinizer's report to the stock exchanges.

The EGM commenced at 11 a.m. and concluded at 12.15 p.m. (including the time allowed for e-voting at the EGM)

Kindly take this intimation on record.

Thanking you

Yours faithfully

For **Manappuram Finance Limited**

MANOJK
UMAR V R

Digitally signed by MANOJKUMAR V R
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Manoj Kumar VR

Company Secretary & Compliance Officer