



July 28, 2025

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400 001

National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1, G Block,
Bandra Kurla Complex, Bandra (E),
Mumbai - 400 051

Scrip Code: 544055

Scrip Code: MUTHOOTMF

Dear Madam/Sir,

Sub: Clarification on delayed submission of the proceedings of 33rd Annual General Meeting of the Company

With respect to the captioned subject and an e-mail received from Listing Compliance monitoring team of BSE Limited dated July 26, 2025, seeking clarification on delayed submissions of the proceedings of 33rd Annual General Meeting (AGM) of the Company convened on July 24, 2025 at 3.30 P.M through video conferencing (VC) or/and Other Audio Visual Means (OAVM) facility. The Meeting commenced at 3:30 P.M. (IST) and concluded at 4:45 P.M. (IST) with facility for e-voting to enable the members to cast their vote.

We would like to submit that due to the short business hours available and on account of technical glitch occurred on the digital signature token, there was an inadvertent delay in submission of proceedings of Annual General Meeting (AGM) held on July 24, 2025. The Company had submitted the proceedings of AGM within 24 hours of the conclusion of the meeting.

We would like to emphasize that this error was unintentional and does not reflect any misinformation about our Company. We understand the importance of accurate and timely reporting, and we sincerely apologize for any confusion this may have caused. We assure that we will be careful in future and would like to state that the Company has been regular in adhering to the compliances under the Listing Regulations and other applicable laws.

Further, as directed we are resubmitting the proceedings of 33rd Annual General Meeting along with this clarification regarding delay in submission.

We apologize for any inconvenience caused and appreciate your understanding in this matter.

We request you to kindly take the above clarification on record.

Thanking you,

Yours faithfully,
For **Muthoot Microfin Limited**

Neethu Ajay
Chief Compliance Officer and Company Secretary

MUTHOOT MICROFIN LIMITED

CIN:L65190MH1992PLC066228

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Proceeding of 33rd Annual General Meeting of Muthoot Microfin Limited held on Thursday, July 24, 2025 at 3.30 PM through Video Conferencing (VC) / Other Audio Visual Means (OAVM)

The following persons were present through Video Conferencing (VC) / Other Audio-Visual Means (OAVM);

- | | | |
|-----|---------------------------|--|
| 1. | Mr. Thomas Muthoot | Chairman and Non-Executive Director,
Chairperson of Stakeholder Committee |
| 2. | Mr. Thomas George Muthoot | Non-Executive Promoter Director |
| 3. | Mr. Thomas Muthoot John | Executive Director |
| 4. | Ms. Pushpy B Muricken | Independent Director, Chairperson of Audit
Committee |
| 5. | Mr. T S Vijayan | Independent Director, Chairman of Nomination and
Remuneration Committee |
| 6. | Mr. Anil Sreedhar | Independent Director |
| 7. | Ms. Bhama Krishnamurthy | Independent Director |
| 8. | Mr. Alok Prasad | Independent Director |
| 9. | Mr. Sadaf Sayeed | Chief Executive Officer |
| 10. | Mr. Udeesh Ullas | Chief Operating Officer |
| 11. | Mr. Praveen T | Chief Financial Officer |
| 12. | Ms. Neethu Ajay | Chief Compliance Officer and Company Secretary |

Mr. Ramesh Gupta, Suresh Surana & Associates LLP, Chartered Accountants, Mr. Sivakumar Puzhankara, Secretarial Auditors and Scrutinizer were present through VC/OAVM.

Attendance: 46 Shareholders holding 3,25,80,409 equity shares of the Company were present through VC/OAVM.

The Company Secretary briefed the members that the 33rd AGM was convened through Video conferencing as per the circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India, from time to time. VC/OAVM facility for conducting the AGM and remote evoting as well as e-voting at the time of AGM is provided by the National Securities Depository Limited (NSDL).

She said that remote e-voting facility began on Monday, July 21, 2025 at 9.00 a.m. and ended on Wednesday, July 23, 2025 at 5.00 p.m. Voting module was kept open during the time of the AGM to enable those members who had not exercised their voting rights through remote e-voting.

She informed that all Statutory Registers and other documents related to the Ordinary and Special Businesses were made available for inspection. The Secretarial Auditors of the Company had issued certificate on compliance of provisions relating to Employee Stock Option Scheme.

Thereafter, Mr. Thomas Muthoot, Chairman, occupied the Chair. He confirmed the requisite quorum for the meeting is present and welcomed all the Shareholders, Directors and all other attendees.

Company Secretary invited all other Directors and informed that Mr. Akshaya Prasad (DIN: 02028253) and Mr. John Tyler Day (DIN: 07298703), Non-Executive Non-Independent Director could not attend the meeting due to some preoccupations.

Then Sadaf Sayeed, Chief Executive Officer, briefed the performance highlights of the Financial Year 2024-25.

Thereafter the Company Secretary detailed the Ordinary Business and Special Business which were to be transacted during the AGM.

Ordinary Business:

1. To receive, consider and adopt the Annual Audited Financial Statements of the Company including the Balance Sheet as on March 31, 2025, and the Statement of Profit and Loss Account and Cash Flow Statement for the financial year ended March 31, 2025, together with the Reports of the Board of Directors and Auditors thereon.
2. To appoint a director in place of Mr. Thomas Muthoot (DIN: 00082099) who retires by rotation at this Annual General Meeting, and being eligible, offers himself for re-appointment.

Special Businesses:

3. To consider the proposal for Appointment of M/s. SEP& Associates, Secretarial Auditors.
4. To consider the proposal for issuance through Private Placement of Debenture and/or through Public Issue.

She then mentioned that total four shareholders have registered as speaker shareholders to raise questions during the AGM and questions raised during the time of the AGM through chat box facility shall be replied.

The Moderator informed that only 2 speaker shareholders were present during the meeting and the called up for their questions.

Mr. Sadaf Sayeed, Chief Executive Officer, addressed all questions posed by the speaker shareholder and expressed sincere appreciation to the shareholders for their valuable feedback.

Further, Mr. Praveen T, Chief Financial Officer read out the questions received over the chat box facility enabled for participant shareholders and CEO addressed the same.

The Company Secretary, with the permission of the Chair, invited Mr. Udeesh Ullas, Chief Operating Officer, to propose vote of thanks. Thereafter, Mr. Udeesh Ullas, proposed a formal vote of thanks to the Chairman, other Directors, Shareholders and others who attended the AGM and all others who extended support in successful conduct of the meeting.

After completion of all deliberations, the voting module was extended for another 15 minutes to enable the members to cast their votes. The Company Secretary informed that the consolidated voting results along with the Scrutinizer report would be placed on the website of the Company and in both stock exchanges.

For and on behalf of Muthoot Microfin Limited

Neethu Ajay
Chief Compliance Officer and Company Secretary