



MANAPPURAM FINANCE LIMITED

Make Life Easy

Ref: Sec/SE/386/19-20
29/08/2019

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 Sir/Madam,

Sub: Declaration of Voting Results under Regulation 44(3) of SEBI(LODR)Regulations,2015

We are enclosing herewith voting results of Annual General Meeting held on 27th August 2019 under Regulation 44(3) of SEBI(LODR)Regulations,2015 along with Scrutinizers Report in this Regard.

Request you to kindly take the same on your record.

Thanking you.

Yours Faithfully,

For Manappuram Finance Limited

Manojkumar V.R
Company Secretary

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

Registered & Corporate Office : (CIN-L65910KL1992PLC006623) IV/470A (old) W638A(New), Manappuram House, Valapad, Thrissur, Kerala - 680 567, India
Tel : 0487 - 3050100, 3050108 Fax : 0487 - 2399298 E mail : mail@manappuram.com Website : www.manappuram.com

Voting Results

Date of the AGM	27.08.2019
Record Date	20.08.2019
Total number of shareholders on record date	111925
No. of shareholders present in the meeting either in person or through proxy:	
a) Promoters and Promoter Group	3
b) Public	530
No. of Shareholders attended the meeting through Video Conferencing	
a) Promoters and Promoter Group	0
b) Public	0
No. of Resolutions passed in the meeting	8

MANAPPURAM FINANCE LIMITED

Voting details for the business transacted at the Annual General meeting held on 27th August, 2019

SLNO	RESOLUTION	Promoter/ Public	1 No. of shares held (1)	2 No. of votes polled (2)	3 % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	4 No. of Votes in favour (4)	5 No. of Votes against (5)	6 % of Votes in favour on votes polled (6)=[(4)/(2)]*100	7 % of Votes against on votes polled (7)=[(5)/(2)]*100	
1	Adoption of Financial Statements for the year ended 31st March 2019 (Ordinary Resolution)	Promoter - E-Voting		-	-	-	-	-	-	
		Promoter - Poll at AGM	296156139	296135414	99.993	296135414	0	100.000	-	
		Promoter - Ballot by Post		-	-	-	-	-	-	-
		Total (A)	296,156,139	296,135,414	99.99	296,135,414	-	100.00	-	
		Public - Institutions - E-Voting		237888172	57.859	237562263	325909	99.863	0.137	
		Public - Institutions - Poll at AGM	411154732	-	-	-	-	-	-	
		Public - Institutions - Ballot by Post		-	-	-	-	-	-	
		Total (B)	411,154,732	237,888,172	57.86	237,562,263	325,909	99.86	563,281.43	
		Public - Non Institutions - E-Voting		2717821	1.999	2717713	108	99.996	0.004	
		Public - Non Institutions - Poll at AGM	135951093	7894951	5.807	7894951	0	100.000	-	
		Public - Non Institutions - Ballot by Post		-	-	-	-	-	-	
		Total (C)	135,951,093	10,612,772	7.81	10,612,664	108	100.00	0.00	
Total (A+B+C)	843,261,964	544,636,358	64.59	544,310,341	326,017	99.94	0.06			
2	To appoint Mr E A Kshirsagar (DIN 00121821) as Director of the company (Special Resolution)	Promoter - E-Voting		-	-	-	-	-	-	
		Promoter - Poll at AGM	296156139	296135414	99.993	296135414	0	100.000	-	
		Promoter - Ballot by Post		-	-	-	-	-	-	
		Total (A)	296,156,139	296,135,414	99.99	296,135,414	-	100.00	-	
		Public - Institutions - E-Voting		239054919	58.142	220509464	18545455	92.242	7.758	
		Public - Institutions - Poll at AGM	411154732	-	-	-	-	-	-	
		Public - Institutions - Ballot by Post		-	-	-	-	-	-	
		Total (B)	411,154,732	239,054,919	58.14	220,509,464	18,545,455	92.24	31,896,830.17	
		Public - Non Institutions - E-Voting		2792821	2.054	2792692	129	99.995	0.005	
		Public - Non Institutions - Poll at AGM	135951093	7872551	5.791	7872551	0	100.000	-	
		Public - Non Institutions - Ballot by Post		-	-	-	-	-	-	
		Total (C)	135,951,093	10,665,372	7.85	10,665,243	129	100.00	0.00	
Total (A+B+C)	843,261,964	545,855,705	64.73	527,310,121	18,545,584	96.60	3.40			
3	Revision of remuneration by way of increment and variation in terms of appointment of Mr V P Nandakumar, Managing Director & CEO (DIN: 00044512) (Special Resolution)	Promoter - E-Voting		-	-	-	-	-	-	
		Promoter - Poll at AGM	296156139	296135414	99.993	296135414	0	100.000	-	
		Promoter - Ballot by Post		-	-	-	-	-	-	
		Total (A)	296,156,139	296,135,414	99.99	296,135,414	-	100.00	-	
		Public - Institutions - E-Voting		238922919	58.110	238711129	211790	99.911	0.089	
		Public - Institutions - Poll at AGM	411154732	-	-	-	-	-	-	
		Public - Institutions - Ballot by Post		-	-	-	-	-	-	
		Total (B)	411,154,732	238,922,919	58.11	238,711,129	211,790	99.91	364,463.95	
		Public - Non Institutions - E-Voting		100916	0.074	25210	75706	24.981	75.019	
		Public - Non Institutions - Poll at AGM	135951093	7872551	5.791	7872551	0	100.000	-	
		Public - Non Institutions - Ballot by Post		-	-	-	-	-	-	
		Total (C)	135,951,093	7,973,467	5.87	7,897,761	75,706	99.05	0.95	
Total (A+B+C)	843,261,964	543,031,800	64.40	542,744,304	287,496	99.95	0.05			

4	Re-Appointment of Executive Director Mr B N Raveendra Babu (DIN 00043622) (Ordinary Resolution)	Promoter - E-Voting	-	-	-	-	-	-	-
		Promoter - Poll at AGM	296156139	296135414	99.993	296135414	0	100.000	-
		Promoter - Ballot by Post		-	-	-	-	-	-
		Total (A)	296,156,139	296,135,414	99.99	296,135,414	-	100.00	-
		Public - Institutions - E-Voting	411154732	239054919	58.142	236365219	2689700	98.875	1.125
		Public - Institutions - Poll at AGM		-	-	-	-	-	-
		Public - Institutions - Ballot by Post		-	-	-	-	-	-
		Total (B)	411,154,732	239,054,919	58.14	236,365,219	2,689,700	98.87	4,626,087.85
		Public - Non Institutions - E-Voting	135951093	2792821	2.054	2792282	539	99.981	0.019
		Public - Non Institutions - Poll at AGM		7872551	5.791	7872471	80	99.999	0.001
		Public - Non Institutions - Ballot by Post		-	-	-	-	-	-
Total (C)	135,951,093	10,665,372	7.85	10,664,753	619	99.99	0.01		
Total (A+B+C)	843,261,964	545,855,705	64.73	543,165,386	2,690,319	99.51	0.49		
5	Appointment of Mr Abhijit Sen (DIN : 00002593) as a Director of the Company (Ordinary Resolution)	Promoter - E-Voting	-	-	-	-	-	-	
		Promoter - Poll at AGM	296156139	296135414	99.993	296135414	0	100.000	-
		Promoter - Ballot by Post		-	-	-	-	-	-
		Total (A)	296,156,139	296,135,414	99.99	296,135,414	-	100.00	-
		Public - Institutions - E-Voting	411154732	239054919	58.142	218187316	20867603	91.271	8.729
		Public - Institutions - Poll at AGM		-	-	-	-	-	-
		Public - Institutions - Ballot by Post		-	-	-	-	-	-
		Total (B)	411,154,732	239,054,919	58.14	218,187,316	20,867,603	91.27	35,890,755.39
		Public - Non Institutions - E-Voting	135951093	2792821	2.054	2792302	519	99.981	0.019
		Public - Non Institutions - Poll at AGM		7872551	5.791	7872551	0	100.000	-
		Public - Non Institutions - Ballot by Post		-	-	-	-	-	-
Total (C)	135,951,093	10,665,372	7.85	10,664,853	519	100.00	0.00		
Total (A+B+C)	843,261,964	545,855,705	64.73	524,987,583	20,868,122	96.18	3.82		
6	Approval to borrow in excess of the paid - up share capital and free reserves of the company under Section 1 80 (1) (c) of The Companies Act 2013 (Special Resolution)	Promoter - E-Voting	-	-	-	-	-	-	
		Promoter - Poll at AGM	296156139	296135414	99.993	296135414	0	100.000	-
		Promoter - Ballot by Post		-	-	-	-	-	-
		Total (A)	296,156,139	296,135,414	99.99	296,135,414	-	100.00	-
		Public - Institutions - E-Voting	411154732	239054919	58.142	234332237	4722682	98.024	1.976
		Public - Institutions - Poll at AGM		-	-	-	-	-	-
		Public - Institutions - Ballot by Post		-	-	-	-	-	-
		Total (B)	411,154,732	239,054,919	58.14	234,332,237	4,722,682	98.02	8,122,668.64
		Public - Non Institutions - E-Voting	135951093	2792821	2.054	2791953	868	99.969	0.031
		Public - Non Institutions - Poll at AGM		7872551	5.791	7872551	0	100.000	-
		Public - Non Institutions - Ballot by Post		-	-	-	-	-	-
Total (C)	135,951,093	10,665,372	7.85	10,664,504	868	99.99	0.01		
Total (A+B+C)	843,261,964	545,855,705	64.73	541,132,155	4,723,550	99.13	0.87		

7	Approval to create Charge/ mortgage over the properties of the company for the purpose of borrowing in the terms of Section 180(1) (a) of The companies Act 2013 (Special Resolution)	Promoter - E-Voting		-	-	-	-	-	-
		Promoter - Poll at AGM	296156139	296135414	99.993	296135414	0	100.000	-
		Promoter - Ballot by Post		-	-	-	-	-	-
		Total (A)	296,156,139	296,135,414	99.99	296,135,414	-	100.00	-
		Public - Institutions - E-Voting		238614419	58.035	233891737	4722682	98.021	1.979
		Public - Institutions - Poll at AGM	411154732	-	-	-	-	-	-
		Public - Institutions - Ballot by Post		-	-	-	-	-	-
		Total (B)	411,154,732	238,614,419	58.04	233,891,737	4,722,682	98.02	8,137,644.52
		Public - Non Institutions - E-Voting		2792821	2.054	2792120	701	99.975	0.025
		Public - Non Institutions - Poll at AGM	135951093	7872551	5.791	7871051	1500	99.981	0.019
		Public - Non Institutions - Ballot by Post		-	-	-	-	-	-
		Total (C)	135,951,093	10,665,372	7.85	10,663,171	2,201	99.98	0.02
Total (A+B+C)	843,261,964	545,415,205	64.68	540,690,322	4,724,883	99.13	0.87		
8	Payment of Commission to Non-Executive Directors (Ordinary Resolution)	Promoter - E-Voting		-	-	-	-	-	-
		Promoter - Poll at AGM	296156139	296135414	99.993	296135414	0	100.000	-
		Promoter - Ballot by Post		-	-	-	-	-	-
		Total (A)	296,156,139	296,135,414	99.99	296,135,414	-	100.00	-
		Public - Institutions - E-Voting		239054919	58.142	237859877	1195042	99.500	0.500
		Public - Institutions - Poll at AGM	411154732	-	-	-	-	-	-
		Public - Institutions - Ballot by Post		-	-	-	-	-	-
		Total (B)	411,154,732	239,054,919	58.14	237,859,877	1,195,042	99.50	2,055,385.09
		Public - Non Institutions - E-Voting		2792821	2.054	2791897	924	99.967	0.033
		Public - Non Institutions - Poll at AGM	135951093	7872551	5.791	7872551	0	100.000	-
		Public - Non Institutions - Ballot by Post		-	-	-	-	-	-
		Total (C)	135,951,093	10,665,372	7.85	10,664,448	924	99.99	0.01
Total (A+B+C)	843,261,964	545,855,705	64.73	544,659,739	1,195,966	99.78	0.22		



SATHISH.V
B.COM, LLB, PGDT, ACMA, FCS
PRACTICING COMPANY SECRETARY

B1, I FLOOR, PERIPELLATH APARTMENTS
JAWAHAR – MAHATMA ROAD,
VYTTILA P.O, COCHIN - 682019

Phone: 0484 – 4044551; 9961333309 Email: vsathish.cs@gmail.com

COMBINED SCRUTINIZER'S REPORT FOR REMOTE E-VOTING AND POLL

[Pursuant to Section(s) 108 and 109 of the Companies Act 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 – as amended]

To,

The Chairman

M/s Manappuram Finance Ltd
(CIN - L65910KL1992PLC006623)
Regd Office IV/470 A (old) W638A (New)
Manappuram House
Valappad P.O
Thrissur – 680567

Dear Sir,

Sub: Passing of Resolution through Remote E-voting Process and through Poll conducted at the 27th Annual General Meeting of M/s MANAPPURAM FINANCE LIMITED held on 27th August 2019

I, SATHISH V, Practising Company Secretary holding Membership No FCS 8005 and Certificate of Practice No: 8343, have been appointed by the Board of Directors of M/s Manappuram Finance Ltd (The Company) as the Scrutinizer for the remote e-voting process held between Saturday, 24th day of August 2019 at 9 am to Monday 26th day of August 2018 till 5 PM and for the Insta Poll taken at the 27th Annual General Meeting held on Tuesday 27th day of August 2019 at Latha Convention Centre, Valappad, Thrissur – 680567 at 12 p.m on the Resolution(s) set out under Item No 1 to Item No 8 in the Notice calling the 27th Annual General Meeting of the Company dt 17th Day of July 2019.





: 2 :

1. Dispatch of Notice Convening the 27th Annual General Meeting:

The Company has informed that, on the basis of the Register of Members and the List of Beneficiary Owners made available by the Depositories viz National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), the Company completed the dispatch of the Notice of the Annual General Meeting as under:

- On 31.07.2019, by email to 98,900 members who had registered their email id's with the Company/ Depositories
- On 02.08.2019 by Post to 11,181 members in physical form

2. Cut-off Date

The voting rights were reckoned as on **Tuesday, 20th August 2019**, being the Cut-off date for the purpose of deciding the entitlements of members for the remote e-voting and voting at the 27th Annual General Meeting.

3. Remote e-voting

3.1 Agency:

The Company had appointed M/s Central Depository Services (India) Limited (CDSL) as the agency for providing the remote e-voting platform to the shareholders of the company.

3.2 Remote e-Voting:

Remote e-voting platform was open from Saturday 24th August 2019 at 9:00 a.m IST to Monday 26th August 2019 at 5:00 p.m and members were required to cast their votes electronically conveying their assent or dissent in respect of the Ordinary and Special resolutions, on the e-voting platform provided by CDSL.





: 3 :

4. Voting at the AGM:

The company had also provided insta poll / e-voting facility to the shareholders present at the 27th Annual General Meeting and who had not cast their vote earlier through remote e-voting facility.

5. Counting Process:

- 5.1 On completion of voting at the meeting, M/s CDSL provided me with the List of members who had cast their votes through remote e-voting including their holding details and details of vote cast on the resolution
- 5.2 The votes were reconciled with the records maintained by the Company and M/s CDSL with respect to the authorisation/ proxies lodged with the company.
- 5.3 The insta e-voting facility was unblocked by me at around 1.00 p.m, after conclusion of voting at the 27th AGM, in the presence of two witnesses who are not the employees of the company and the insta e-voting results / list of equity shareholders who have voted for and against were also generated.

6. Results:

- 6.1 The management of the Company is responsible to ensure the compliance with the requirements of the Act and the Rules relating to voting through electronic means (ie by remote e-voting and through insta e-voting at the venue of the AGM for the resolutions contained in the Notice to the 27th AGM. My responsibility as a Scrutinizer for the voting process is to make a consolidated Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated hereunder based on the reports generated from the e-voting system provided by M/s CDSL, the agency authorized under the Rules and engaged by the Company to provide remote e-voting facilities through electronic means and of the insta poll/ e-voting facility at the venue of AGM.





SATHISH.V
B.COM, LLB, PGDT, ACMA, FCS
PRACTICING COMPANY SECRETARY

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JAWAHAR – MAHATMA ROAD,
VYTTILA P.O, COCHIN - 682019

Phone: 0484 – 4044551; 9961333309 Email: vsathish.cs@gmail.com

: 4 :

6.2 I observed that

- a) 533 Members had exercised their votes through insta poll/ e-voting at the 27th AGM.
- b) 242 Members had cast their votes through remote e-voting

The combined voting results are as detailed in the Annexure A


As required under Rule 20 (xii), A Register has been maintained in electronic form recording the assent or dissent received, the particulars of name, address, folio number or Client ID of the shareholders, number of shares held by them and the nominal value of such shares. None of these shares have any differential voting rights. All the relevant records of electronic voting, will remain in our safe custody until the Chairman considers, approves and signs the Minutes of the 27th Annual General Meeting and the same will be handed over to the Company Secretary for safe keeping.

Thanking you

Yours Faithfully

Place: Cochin
Date: 28.08.2019




SATHISH V
Practising Company Secretary
FCS – 8005; CP – 8343

The following is the summary of combined e voting results of
M/s MANAPPURAM FINANCE LIMITED
 [CIN: L65910KL1992PLC006623]
 relevant to the 27th Annual General Meeting of the company held on 27.08.2019

Resolution No	SUBJECT MATTER OF THE RESOLUTION	MODE OF VOTING	TOTAL VOTES	VOTES IN FAVOUR		VOTES AGAINST	
				NO OF VOTES	%	NO OF VOTES	%
1	ORDINARY BUSINESS Adoption of Annual Accounts for 2018 - 2019	E VOTING	24,06,05,993	24,02,79,976	99.86	3,26,017	0.14
		INSTA POLL	30,40,30,365	30,40,30,365	100.00	-	-
		TOTAL	54,46,36,358	54,43,10,341	99.940	3,26,017	0.06
2	Re-appointment of Mr. E.A.Kashirsagar (DIN: 00121824) as a Director of Company	E VOTING	24,18,47,740	22,33,02,156	92.33	1,85,45,584	7.67
		INSTA POLL	30,40,07,965	30,40,07,965	100.00	-	-
		TOTAL	54,58,55,705	52,73,10,121	96.60	1,85,45,584	3.40
3	SPECIAL BUSINESS Revision of remuneration by way of increment and variation in the terms of appointment of Mr.Nandakumar Managing Director & CEO (DIN : 00044512)	E VOTING	23,90,23,835	23,87,36,339	99.88	2,87,496	0.12
		INSTA POLL	30,40,07,965	30,40,07,965	100.00	-	-
		TOTAL	54,30,31,800	54,27,44,304	99.95	2,87,496	0.05



The following is the summary of combined e voting results of
M/s MANAPPURAM FINANCE LIMITED
[CIN: L65910KL1992PLC006623]
relevant to the 27th Annual General Meeting of the company held on 27.08.2019


Resolution No	SUBJECT MATTER OF THE RESOLUTION	MODE OF E VOTING	TOTAL VOTES	VOTES IN FAVOUR		VOTES AGAINST	
				NO OF VOTES	%	NO OF VOTES	%
4	Re-appointment of Executive Director of Mr. B N Raveendra Babu (DIN: 00043622)	E VOTING	24,18,47,740	23,91,57,501	98.89	26,90,239	1.11
		INSTA POLL	30,40,07,965	30,40,07,885	100.00	80	0.00
		TOTAL	54,58,55,705	54,31,65,386	99.51	26,90,319	0.49
5	Appointment of Mr Abhijit Sen (DIN: 00002593) as a Director of the Company	E VOTING	24,18,47,740	22,09,79,618	91.37	2,08,68,122	8.63
		INSTA POLL	30,40,07,965	30,40,07,965	100.00	-	-
		TOTAL	54,58,55,705	52,49,87,583	96.18	2,08,68,122	3.82
6	Approval to borrow in excess of paid-up share capital and free reserves of the Company.	E VOTING	24,18,47,740	23,71,24,190	98.05	47,23,550	1.95
		INSTA POLL	30,40,07,965	30,40,07,965	100.00	-	-
		TOTAL	54,58,55,705	54,11,32,155	99.13	47,23,550	0.87



The following is the summary of combined e voting results of
M/s MANAPPURAM FINANCE LIMITED
[CIN: L65910KL1992PLC006623]
relevant to the 27th Annual General Meeting of the company held on 27.08.2019

Resolution No	SUBJECT MATTER OF THE RESOLUTION	MODE OF E VOTING	TOTAL VOTES	VOTES IN FAVOUR		VOTES AGAINST	
				NO OF VOTES	%	NO OF VOTES	%
7	Approval to create charge/mortgage over the properties of the Company for the purpose of borrowing	E VOTING	24,14,07,240	23,66,83,857	98.04	47,23,383	1.96
		INSTA POLL	30,40,07,965	30,40,06,465	100.00	1,500	0.00
		TOTAL	54,54,15,205	54,06,90,322	99.13	47,24,883	0.87
8	Payment of Commission to Non-Executive Directors.	E VOTING	24,18,47,740	24,06,51,774	99.51	11,95,966	0.49
		INSTA POLL	30,40,07,965	30,40,07,965	100.00	-	-
		TOTAL	54,58,55,705	54,46,59,739	99.78	11,95,966	0.22

NOTE E VOTING: Refers to Electronic Voting at website www.evotingindia.com during the period 24/08/2019 to 26/08/2019
INSTA POLL: Refers to Electronic Voting at the Venue of 27th Annual General Meeting of the Company held on 27/08/2019 at Latha Convention Centre, Valappad


28/8/19
SATHISH.V
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PRACTICING COMPANY SECRETARY
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Phone: 0484 – 4044551; 9961333309 Email: vsathish.cs@gmail.com

To,
The Chairman
M/s Manappuram Finance Ltd
(CIN - L65910KL1992PLC006623)
Regd Office IV/470 A (old) W638A (New)
Manappuram House
Valappad P.O
Thrissur – 680567

Dear Sir,

Sub: Report of the Scrutinizer on Remote Electronic Voting

I, SATHISH V, Practising Company Secretary holding Membership No FCS 8005 and Certificate of Practice No: 8343, have been appointed by the Board of Directors of M/s Manappuram Finance Ltd as the Scrutinizer for the Electronic Voting of the resolutions included in the Notice calling the 27th Annual General Meeting of the Company held at 11 a.m on 27th August 2019 at Latha Convention Centre, Valappad, Thrissur - 680567.

As the Scrutinizer, I report that in compliance of the provisions of Rule 20 (4) (vi) of the Companies (Management and Administration) Rules, 2014, as amended, the above remote electronic voting remained open to the members from Saturday 24th August 2019 (9:00 A.M) to Monday 26th August 2019 (5:00 P.M). Further the remote e-voting period was completed on the date preceding the date of the 27th Annual General Meeting.





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On completion of the remote e-voting period, in compliance with the provisions of Rule 20(4) (viii) and (xii) of the Companies (Management and Administration) Rules 2014, as amended, I have unblocked the votes on 27th August 2019, in the presence of two witnesses, who were not the employees of the Company.

The following is the summary of remote e-voting result:

ORDINARY BUSINESS:

No	Subject Matter		In Favour	Against	Total
1.	Adoption of Financial Statements for the year ended 31 st March 2019	Number of Votes Cast	240279976	326017	240605993
		% of Valid Votes Cast	99.86	0.14	100
SPECIAL RESOLUTION					
2.	To appoint Mr E A Kshirsagar (DIN 00121821) as Director of the company	Number of Votes Cast	223302156	18545584	241847740
		% of Valid Votes Cast	92.33	7.67	100
3.	Revision of remuneration by way of increment and variation in the terms of appointment of Mr V P Nandakumar, Managing Director & CEO (DIN : 00044512)	Number of Votes Cast	238736339	287496	239023835
		% of Valid Votes Cast	99.88	0.12	100





SATHISH.V
B.COM, LLB, PGDT, ACMA, FCS
PRACTICING COMPANY SECRETARY

B1, I FLOOR, PERIPELLATH APARTMENTS
JAWAHAR – MAHATMA ROAD,
VYTTILA P.O, COCHIN - 682019

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SPECIAL BUSINESS: SPECIAL RESOLUTION					
4.	Re-Appointment of Executive Director Mr B N Raveendra Babu (DIN : 00043622)	Number of Votes Cast	239157501	2690239	241847740
		% of Valid Votes Cast	98.89	1.11	100
SPECIAL BUSINESS: ORDINARY RESOLUTION					
5.	Apointment of Mr Abhijit Sen (DIN : 00002593) as a Director of the Company	Number of Votes Cast	220979618	20868122	241847740
		% of Valid Votes Cast	91.37	8.63	100
SPECIAL BUSINESS: SPECIAL RESOLUTION					
6.	Approval to borrow in excess of the paid – up share capital and free reserves of the company under Section 180 (1) (c) of The Companies Act 2013	Number of Votes Cast	237124190	4723550	241847740
		% of Valid Votes Cast	98.05	1.95	100





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SPECIAL BUSINESS: SPECIAL RESOLUTION					
7.	Approval to create Charge/ mortgage over the properties of the company for the purpose of borrowing in the terms of Section 180(1) (a) of The companies Act 2013	Number of Votes Cast	236683857	4723383	241407240
		% of Valid Votes Cast	98.04	1.96	100
SPECIAL BUSINESS: ORDINARY RESOLUTION					
8.	Payment of Commission to Non-Executive Directors	Number of Votes Cast	240651774	1195966	241847740
		% of Valid Votes Cast	99.51	0.49	100

All resolutions stand passed under remote E voting as Ordinary/ Special Resolutions with requisite majority as specified under the Companies Act 2013.

Thanking you

Yours Faithfully

SATHISH V
Practising Company Secretary
FCS – 8005; CP – 8343



Place: Cochin
Date: 28.08.2019



SATHISH.V

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PRACTICING COMPANY SECRETARY

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FORM No. MGT-13

REPORT OF SCRUTINIZER

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies
(Management and Administration) Rules, 2014]

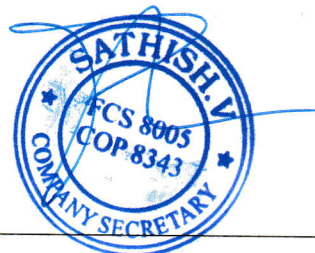
To,
The Chairman
27th Annual General Meeting of the Equity Shareholders of
Manappuram Finance Limited
(CIN - L65910KL1992PLC006623)
Held on Tuesday 27th Day of August 2019
at Latha Convention Centre (*formerly known as Anugraha Auditorium*),
Valappad at 11.00 a.m

Dear Sir,

I, **SATHISH V**, Practising Company Secretary holding Membership No FCS 8005 and Certificate of Practice No: 8343, was appointed as Scrutinizer for the purpose of scrutinizing the poll taken on the below mentioned resolution(s), at the 27th Annual General meeting of the Equity Shareholders of Manappuram Finance Limited, held on 27th August 2019 at Latha Convention Centre (*formerly known as Anugraha Auditorium*), Valappad at 11.00 a.m.

I submit my report as under:

1. All the shareholders, who did not exercise their votes at the website evotingindia.com, were offered the electronic voting facility at the venue of the AGM.
2. After the time fixed for closing of the poll by the Chairman, the insta e-voting process at the AGM venue was concluded at 1.00 p.m. The votes cast were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.





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3. There were no invalid votes.
4. The results of the Poll are as under:

RESOLUTION			VOTING		
No	Subject Matter	Type		In Favour	Against
ORDINARY BUSINESS					
1.	Adoption of Financial Statements for the year ended 31 st March 2019	O	Number of Members Present and voting (In Person & Proxy)	533	0
			Number of Votes Cast	304030365	0
			% of Valid Votes Cast	100	0
2.	To appoint Mr E A Kshirsagar (DIN 00121821) as Director of the company	S	Number of Members Present and voting (In Person & Proxy)	532	0
			Number of Votes Cast	304007965	0
			% of Valid Votes Cast	100	0
SPECIAL BUSINESS					
3.	Revision of remuneration by way of increment and variation in the terms of appointment of Mr V P Nandakumar, Managing Director & CEO (DIN : 00044512)	S	Number of Members Present and voting (In Person & Proxy)	532	0
			Number of Votes Cast	304007965	0
			% of Valid Votes Cast	100	0
4.	Re-Appointment of Executive Director Mr B N Raveendra Babu (DIN : 00043622)	O	Number of Members Present and voting (In Person & Proxy)	531	1
			Number of Votes Cast	304007885	80
			% of Valid Votes Cast	100	0
5.	Apointment of Mr Abhijit Sen (DIN : 00002593) as a Director of the Company	O	Number of Members Present and voting (In Person & Proxy)	532	0
			Number of Votes Cast	304007965	0
			% of Valid Votes Cast	100	0





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6.	Approval to borrow in excess of the paid – up share capital and free reserves of the company under Section 180 (1) (c) of The Companies Act 2013	S	Number of Members Present and voting (In Person & Proxy)	532	0
			Number of Votes Cast	304007965	0
			% of Valid Votes Cast	100	0
7.	Approval to create Charge/ mortgage over the properties of the company for the purpose of borrowing in the terms of Section 180(1) (a) of The companies Act 2013	S	Number of Members Present and voting (In Person & Proxy)	531	1
			Number of Votes Cast	304006465	1500
			% of Valid Votes Cast	100	0
8.	Payment of Commission to Non-Executive Directors	O	Number of Members Present and voting (In Person & Proxy)	532	0
			Number of Votes Cast	304007965	0
			% of Valid Votes Cast	100	0

Note: Type of Resolution O – Ordinary Resolution; S – Special Resolution


- All Resolutions stand passed under the poll as Ordinary/ Special resolutions with requisite majority as specified under the Companies Act 2013.
- A Compact Disc (CD) containing a list of equity shareholders who voted “FOR” and “AGAINST”, for each resolution is enclosed.
- The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.

Thanking you

Yours Faithfully

Place: Cochin
Date: 28.08.2019




SATHISH V
Practising Company Secretary
FCS – 8005; CP – 8343