

Partners:

CS Sivakumar P., M.Com, FCMA, FCS

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COMBINED SCRUTINIZER REPORT FOR REMOTE E-VOTING & POSTAL BALLOT FOR MUTHOOT CAPITAL SERVICES LIMITED

To,

Mr. Thomas George Muthoot
Managing Director
Muthoot Capital Services Limited
3rd Floor, Muthoot Towers
M.G Road, Kochi, Kerala- 682035

Sub: Passing of Resolution through Remote e-Voting and Postal Ballot of **Muthoot Capital Services Limited**

I, Sivakumar P., Company Secretary in Practice holding Membership Number: FCS- 3050 and Certificate of Practice Number – 2210, Managing Partner, SEP & Associates, Company Secretaries, Kariparambu Lane, SRM Road, Kaloor, Ernakulam – 682018, have been appointed by the Board of Directors of Muthoot Capital Services Limited (CIN:L67120KL1994PLC007726), 3rd Floor, Muthoot Towers, M.G Road, Kochi, Kerala – 682035 as the Scrutinizer for the Remote Electronic Voting and Postal Ballot voting process in respect of the below mentioned resolutions of the company.

The Company had appointed Central Depository Services (India) Limited (CDSL) as the service provider, for extending the facility for the remote electronic voting to the shareholders of the Company from 9:00 A.M on Wednesday, September 11, 2019 to 5:00 P.M, Thursday, October 10, 2019. The remote e-voting results were unblocked by me on 11th October 2019 in the presence of two witnesses. For further details kindly refer my scrutinizer report dated 14th October 2019 attached herewith:

The result of the E-Voting together with that of the Postal Ballot is as under:

Res. No.	Subject Matter of Resolution	Particulars of Business	Votes in favour of the resolution		Votes against the resolution	
			No.	%	No.	%




SPECIAL BUSINESS- SPECIAL RESOLUTION						
1.	Approval for creation of charges/ mortgage etc., on company's movable or immovable properties in terms of Section 180(1)a of the Companies Act, 2013	E-Voting	12230427	99.99	317	0.01
		Postal Ballot	1979	100	0	0
		Total	12232406	99.99	317	0.01
2.	Amendment to the existing MCSL Employee Stock Option Scheme 2018- "Scheme-II" to the employees of the Company	E-Voting	12230647	99.99	97	0.01
		Postal Ballot	1969	100	0	0
		Total	12232616	99.99	97	0.01
3.	Amendment to the existing MCSL Employee Stock Option Scheme 2018- "Scheme-III" to the employees of the Company	E-Voting	12230427	99.99	317	0.01
		Postal Ballot	1969	100	0	0
		Total	12232396	99.99	317	0.01

The resolution stands passed under Remote e- voting and postal ballot as special resolution with requisite majority as specified under the Companies Act, 2013.

Thanking You
Yours Faithfully

**For SEP & Associates
Company Secretaries**


Sivakumār P.
Managing Partner
M. No. : 3050
COP No. : 2210

Place: Ernakulam
Date : 14.10.2019

UDIN: F003050A000071437

