



MCSL / SEC / 15 - 16 / 147

22nd August, 2015

The Deputy General Manager
Department of Corporate Services
The Bombay Stock Exchange Limited
P. J. Towers
Dalal Street, Mumbai - 400 001

Dear Sir,

Sub: Voting Results under Clause 35A of the Listing Agreement

Pursuant to Clause 35A of the Listing Agreement, the consolidated voting results at the 21st Annual General Meeting of the Company held on Friday, 21st August, 2015, at Hotel International, Veekshanam Road, Kochi is enclosed herewith as *Annexure 1* to this letter in the prescribed format.

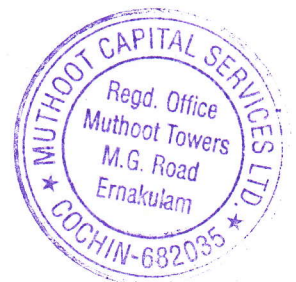
Kindly take the same on your records and acknowledge receipt.

Thanking you

Yours faithfully

For Muthoot Capital Services Limited

Syam Kumar R.
Company Secretary & Head - Governance



Encl: as above.

Disclosure as per Clause 35A of the Listing Agreement to be submitted to Stock Exchange

SL. No.	Particulars	Details
1.	Date of AGM	21 st August, 2015
2.	Total number of Shareholders as on record date (cut off date for voting) i.e. 14 th August, 2015	6823
3.	Number of persons present in the meeting either in person or through proxy*: (*Based on shareholders registering Attendance) ➤ Promoters & Promoter Group ➤ Public • Members - 41 • Proxy - 9	3 50
4.	Number of Shareholders attended the meeting through video conferencing: ➤ Promoters & Promoter Group ➤ Public	Nil Nil
5.	Number of Shareholders voted through E-voting facility.	31



ANNEXURE 1

AGENDA WISE

Details of the Agenda:

Resolution No. 1: Adoption of Audited financial statements of the Company for the financial year ended 31st March, 2015 - Passed with requisite majority as an Ordinary Resolution.

Category	Total No. of Shares held	Mode of Voting	No. of Valid 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
Promoters & Promoter Group	93 45 231	E - voting	93 45 231	100	93 45 231	0	100	0
		Poll	0	0	0	0	0	0
		Sub -Total	93 45 231	100	93 45 231	0	100	0
Public	31 27 344	E - voting	5 39 624	17.25	5 39 594	30	99.99	0.01
		Poll	2 091	0.06	1 891	200	90.44	9.56
		Sub -Total	5 41 715	17.31	5 41 485	230	99.95	0.05
Total	1 24 72 575		98 86 946	79.26	98 86 716	230	99.99	0.01



Resolution No. 2: Declaration of Dividend on Equity Shares - Passed with requisite majority as an Ordinary Resolution.

Category	Total No. of Shares held	Mode of Voting	No. of Valid 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
Promoters & Promoter Group	93 45 231	E - voting	93 45 231	100	93 45 231	0	100	0
		Poll	0	0	0	0	0	0
		Sub -Total	93 45 231	100	93 45 231	0	100	0
Public	31 27 344	E - voting	5 39 624	17.25	539594	30	99.99	0.01
		Poll	6 991	0.22	6891	100	98.57	1.43
		Sub -Total	5 46 615	17.47	546485	130	99.97	0.03
Total	1 24 72 575		98 91 846	79.30	98 91 716	130	99.99	0.01



Resolution No. 3: Re-appointment of Mr. Thomas John Muthoot (DIN: 00011618) who retires by rotation - Passed with requisite majority as an Ordinary Resolution.

Category	Total No. of Shares held	Mode of Voting	No. of Valid Votes Polled	% of Votes Polled on Outstanding Shares (3) = (2) / (1) * 100	No. of Votes in Favour	No. of Votes Against	% of Votes in Favour on Votes Polled (6) = (4) / (2) * 100	% of Votes Against on Votes Polled (7) = (5) / (2) * 100
	(1)		(2)		(4)	(5)		
Promoters & Promoter Group	93 45 231	E - voting	93 45 231	100	93 45 231	0	100	0
		Poll	0	0	0	0	0	0
		Sub -Total	93 45 231	100	93 45 231	0	100	0
Public	31 27 344	E - voting	5 39 624	17.25	5 39 594	30	99.99	0.01
		Poll	6 891	0.22	6 891	0	100	0
		Sub -Total	5 46 515	17.47	5 46 485	30	99.99	0.01
Total	1 24 72 575		98 91 746	79.30	98 91 716	30	99.99	0.01



Resolution No.4: Ratification of the appointment of M/s K. Venkatachalam Aiyer & Co. Chartered Accountants as Auditors and fixation of remuneration thereof - Passed with requisite majority as an Ordinary Resolution.

Category	Total No. of Shares held	Mode of Voting	No. of Valid 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
Promoters & Promoter Group	93 45 231	E - voting	93 45 231	100	93 45 231	0	100	0
		Poll	0	0	0	0	0	0
		Sub -Total	93 45 231	100	93 45 231	0	100	0
Public	31 27 344	E - voting	5 39 624	17.25	5 39 594	30	99.99	0.01
		Poll	6 891	0.22	6 891	0	100	0
		Sub -Total	5 46 515	17.47	5 46 485	30	99.99	0.01
Total	1 24 72 575		98 91 746	79.30	98 91 716	30	99.99	0.01



Resolution No. 5: Approval of increase in borrowing powers of the Company pursuant to Section 180 (1) (c) of the Companies Act, 2013. - Passed with requisite majority as a Special Resolution.

Category	Total No. of Shares held	Mode of Voting	No. of Valid 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
Promoters & Promoter Group	93 45 231	E - voting	93 45 231	100	93 45 231	0	100	0
		Poll	0	0	0	0	0	0
		Sub -Total	93 45 231	100	93 45 231	0	100	0
Public	31 27 344	E - voting	5 39 624	17.25	5 39 594	30	99.99	0.01
		Poll	6791	0.21	5 531	1 260	81.45	18.55
		Sub -Total	546415	17.46	5 45 125	1 290	99.76	0.24
Total	1 24 72 575		98 91 646	79.30	98 90 356	1 290	99.98	0.02



Resolution No. 6: Adoption of Related Party Transaction (s) under Section 188 of the Companies Act, 2013. Passed with requisite majority as an Ordinary Resolution.

Category	Total No. of Shares held	Mode of Voting	No. of Valid 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
Promoters & Promoter Group	93 45 231	E - voting	0	0	0	0	0	0
		Poll	0	0	0	0	0	0
		Sub -Total	0	0	0	0	0	0
Public	31 27 344	E - voting	5 39 624	17.25	5 39 594	30	99.99	0.01
		Poll	6 791	0.21	5 631	1 160	82.92	17.08
		Sub -Total	5 46 415	17.46	5 45 225	1 190	99.78	0.22
Total	1 24 72 575		5 46 415	4.38	5 45 225	1 190	99.78	0.22



For Muthoot Capital Services Limited

**Syam Kumar R.
Company Secretary & Head - Governance**