

MCSL/SEC/19-20/121

October 14, 2019

BSE Limited

Phiroze Jeejeebhoy Towers Dalal Street, Mumbai - 400 001 **Scrip Code - 511766**

Dear Sir/Madam,

National Stock Exchange of India Limited

Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051 **Trading Symbol - MUTHOOTCAP**

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

Ref: Our letter no. MCSL/SEC/19-20/105 dated September 13, 2019

Further to our above referred letter enclosing the Postal Ballot Notice along with the explanatory statement seeking the consent of the members vide postal ballot/electronic voting with respect to the following items of business:

- 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 (Special Resolution);
- 2. Amendment to the existing MCSL Employee Stock Option Scheme 2018 "Scheme-II" to the employees of the Company (Special Resolution); and
- 3. Amendment to the existing MCSL Employee Stock Option Scheme 2018 "Scheme-III" to the employees of the Company (Special Resolution).

We would like to inform you that the resolutions mentioned above have been passed by the members of the Company with requisite majority. The approval is deemed to have been received on the last date of receipt of postal ballot forms, i.e. on October 10, 2019.

Pursuant to Regulation 44 of SEBI (LODR) Regulations, 2015, the voting results and scrutinizer's report are enclosed herewith as *Annexure 1*. The same is also available on the website of the Company at www.muthootcap.com.

We request you to kindly take the same on your records.

Thanking you,

Yours faithfully,

For Muthoot Capital Services Limited

Abhijith

Jayan

Department of the Control of the C

ABHIJITH JAYAN

Company Secretary & Compliance Officer

Encl: as above.



Annexure 1

Disclosure as per Regulation 44 of SEBI (LODR) Regulations, 2015

VOTING RESULTS

Sl.	Particulars	Details				
No.						
1.	Name of the Company	Muthoot Capital Services Limited				
2.	Date of Postal Ballot	Notice dated September 04, 2019				
3.	Total number of shareholders on cut-off date i.e., August 30, 2019	13695				
4.	No. of shareholders present in the meeting either in person or through proxy:					
	(a) Promoters and Promoter Group:	NA				
	(b) Public:	NA				
	No. of Shareholders attended the meeting through Video Conferencing					
	(a) Promoters and Promoter Group:	NA				
	(b) Public:	NA				

POSTAL BALLOT VOTING RESULTS

Resolution No. 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: **Passed with requisite majority as Special Resolution**.

Resolution required			Special Resolution					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of Votes Polled on Outstanding Shares (3) = (2) / (1) * 100	No. of Votes in Favour (4)	No. of Votes Against (5)	% of Votes in Favour on Votes Polled (6) = (4) / (2) * 100	% of Votes Against on Votes Polled (7) = (5) / (2) * 100
	E - voting	10294239	10294239	100%	10294239	0	100%	0
Promoters &	Poll		0	0	0	0	0	0
Promoter Group	Postal Ballot		0	0	0	0	0	0
	Sub - Total		10294239	100%	10294239	0	100%	0
	E - voting	6153294	1936505	31.47%	1936188	317	99.99%	0.01%
Public	Poll		0	0	0	0	0	0
Public	Postal Ballot		1979	0.03%	1979	0	100%	0
	Sub - Total		1938484	31.50%	1938167	317	99.99%	0.01%
Total		16447533	12232723	74.37%	12232406	317	99.99%	0.01%

Resolution No. 2: Amendment to the existing MCSL Employee Stock Option Scheme 2018 - "Scheme-II" to the employees of the Company: **Passed with requisite majority as Special Resolution**.

Resolution required				Special Resolution					
Whether promoter/promoter group are			No						
interested in the agenda/resolution?									
Category	Mode of	No. of	No. of	% of Votes Polled	No. of	No. of	% of Votes in	% of Votes	
	Voting	Shares	Votes	on Outstanding	Votes in	Votes	Favour on Votes	Against on Votes	
		held	Polled	Shares	Favour	Against	Polled	Polled	
		(1)	(2)	(3) = (2) / (1) * 100	(4)	(5)	(6) = (4) / (2) * 100	(7) = (5) / (2) * 100	
	E - voting	10294239	10294239	100%	10294239	0	100%	0	
Promoters & Promoter	Poll		0	0	0	0	0	0	
Group	Postal Ballot		0	0	0	0	0	0	
	Sub - Total		10294239	100%	10294239	0	100%	0	
	E - voting	6153294	1936505	31.47%	1936408	97	99.99%	0.01%	
Public	Poll		0	0	0	0	0	0	
rubiic	Postal Ballot		1969	0.03%	1969	0	100%	0	
	Sub - Total		1938474	31.50%	1938377	97	99.99%	0.01%	
Total		16447533	12232713	74.37%	12232616	97	99.99%	0.01%	

Resolution No. 3: Amendment to the existing MCSL Employee Stock Option Scheme 2018 - "Scheme-III" to the employees of the Company: **Passed with requisite majority as a Special Resolution**.

Resolution required				Special Resolution					
Whether promoter/promoter group are interested in the agenda/resolution?			No						
Category	Mode of Voting	No. of Shares held	No. of 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	
	E – voting	10294239	10294239	100%	10294239	0	100%	0	
Promoters &	Poll		0	0	0	0	0	0	
Promoter Group	Postal Ballot		0	0	0	0	0	0	
	Sub - Total		10294239	100%	10294239	0	100%	0	
	E - voting	6153294	1936505	31.47%	1936188	317	99.99%	0.01%	
Public	Poll		0	0	0	0	0	0	
Fublic	Postal Ballot		1969	0.03%	1969	0	100%	0	
	Sub - Total		1938474	31.50%	1938377	97	99.99%	0.01%	
Total		16447533	12232713	74.37%	12232616	97	99.99%	0.01%	