

Ref: SEC/MFL/SE/2025/6272

August 30, 2025

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

Department of Corporate Services
BSE Limited
P.J. Tower, Dalal Street,
Mumbai - 400 001
Scrip Code: 533398

NSE IFSC Limited (NSE IX)
Unit 1201, Brigade, International Financial Center,
12th Floor, Building No. 14-A,
GIFT SEZ Gandhinagar,
Gujarat 382 355

Dear Sir/Madam,

Sub: Disclosure under Regulation 30, read with Part A of Schedule III, and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations")

Re: Proceedings of 28th Annual General Meeting held on August 30, 2025

Pursuant to Regulation 30 of Listing Regulations, we are submitting herewith the details regarding the proceedings of 28th Annual General Meeting of the Company held on Saturday, August 30, 2025 through Video Conferencing/ Other Audio-Visual Means (VC/ OAVM) from 03.30 p.m. to 05.48 p.m.

Thank You,

For Muthoot Finance Limited

Rajesh A
Company Secretary
ICSI Membership No. FCS 7106

**PROCEEDINGS OF THE 28th ANNUAL GENERAL MEETING OF MUTHOOT
FINANCE LIMITED HELD ON SATURDAY, AUGUST 30, 2025**

The 28th Annual General Meeting (“AGM” or “Meeting”) of Muthoot Finance Limited (the “Company”) was held on Saturday, August 30, 2025 at 03.30 p.m. (IST) through Video Conferencing/ Other Audio Video Means (VC/OAVM). 66 shareholders including promoters & members of the promoter group of the Company attended the meeting through VC/OAVM. Representatives from M/s. Krishnamoorthy & Krishnamoorthy Chartered Accountants and P S D Y & Associates Chartered Accountants., Joint Statutory Auditors, M/s. KSR & Co, Secretarial Auditors, and Scrutiniser for the E-voting also attended the meeting remotely through video conference.

The Meeting was held in video conference mode in compliance with the directions of the Ministry of Corporate Affairs and SEBI. A live streaming of the meeting was also webcasted on the CDSL’s website. The Company had taken requisite steps to enable the Members to participate and vote on the items being considered at this AGM. The Annual Report for the last financial year was sent to all the shareholders through e-mail in compliance with the directions of the Ministry of Corporate Affairs and SEBI.

The Meeting commenced at 03.30 p.m. with a silent prayer. Mr. George Jacob Muthoot, Chairman & Whole Time Director presided over the meeting and welcomed shareholders, directors and other attendees to the meeting.

Chairman after ascertaining the quorum and after having satisfied that the requisite quorum was present, called the Meeting to order. Upon the request of Chairman, Company Secretary explained about the legal formalities of the AGM which was conducted through VC.

After obtaining the consent of the shareholders present, the ‘Notice of AGM’ sent to the members calling the AGM along with Auditors’ Report and Board’s Report was taken as read. Statutory Registers were made available for inspection through online. Since there was no physical attendance of Members and Meeting was conducted through video conferencing mode, no proxies had attended the meeting.

All the Directors were present at the Meeting and had joined the meeting through video conferencing facility from remote locations. Chairman welcomed all directors and introduced the Directors present through the VC/OAVM. Chairman of Audit Committee, Chairman of Risk Management Committee, Chairman of ALM Committee, Chairman of Nomination and Remuneration Committee, Chairman of Stakeholders Relationship Committee, Chairman of CSR & Business Responsibility Committee, Chairman of the IT Strategy Committee and representatives of Secretarial Auditors and Statutory Auditors were also present at the meeting through the VC/OAVM.

Thereafter Chairman addressed the shareholders. Chairman in his address to the shareholders expressed gratitude for their trust and support extended over the years. Chairman highlighted FY 2024-25 as a historic year, with Muthoot Finance achieving two major milestones:

- Gold loan portfolio crossing ₹1 lakh crore.
- Market capitalization crossing ₹1 lakh crore.

Chairman emphasized the company's transformation into a diversified financial services group, expanding into personal loans, business loans, and LAP, while accelerating digital initiatives for customer convenience.

On the broader industry, Chairman spoke on the gold loan market in India which grew from USD 5 billion in FY19 to USD 25 billion in FY25, driven by cultural trust in gold, financial inclusion, and technology adoption. A shift from informal lenders to formal institutions like NBFCs was also underscored.

The Chairman in his speech reiterated Muthoot Finance's focus on:

- Strengthening leadership in gold loans.
- Growing diversified portfolios.
- Embracing digital innovation.
- Upholding governance and ethics.

Chairman concluded the address by thanking shareholders, employees, customers, and regulators for their continued support, reaffirming that the company remains rooted in trust, integrity, and service, and is poised for sustained growth as India's financial needs expand.

Following the Chairman's address, the Managing Director addressed the shareholders of the Company.

Managing Director through his speech welcomed shareholders and reflected upon FY25 journey of the Company as a landmark year with record performance across all fronts. Managing Director highlighted the key achievements of the Company including:

- Loan AUM: Consolidated ₹1,22,181 crores (↑37% YoY); Standalone crossed ₹1,08,648 crores (↑43% YoY).
- Profitability: Consolidated PAT ₹5,352 crores (↑20% YoY); Standalone PAT ₹5,201 crores (↑28% YoY).
- Gold holdings: 208 tonnes, the highest ever.
- Dividend: ₹26 per share, a record 260% payout.
- International recognition: Rating upgrades from S&P (BB+/B, Stable) and Moody's (Ba1, Stable).
- Expansion: 850+ new branches; continued classification as a pure-play Gold Loan NBFC in RBI's Upper Layer.

Managing Director also spoke on the recent regulations published by RBI for Gold Loan Companies including banks and NBFCs. Welcoming the new RBI gold loan guidelines, Managing Director expressed his views that the new regulation will strengthen transparency, valuation standards, and borrower security — aligning with Muthoot's customer-first philosophy. Managing Director also spoke on the performances of subsidiary companies highlighting various performance and achievements by all subsidiary companies including

Muthoot Homefin, Muthoot Money, Belstar Microfinance, Muthoot Insurance Brokers and Asia Asset Finance.

Managing Director during the course of his address also spoke on various strategic priorities for the Company going forward including:

1. Accelerate omnichannel & digital transformation.
2. Expand credit access across metros, tier-2, and rural markets.
3. Build a diversified financial services group through subsidiaries.
4. Maintain highest governance, compliance, and transparency standards.

Managing Director credited employees, partners, regulators, shareholders, and customers for their contributions, reaffirming that trust remains Muthoot's strongest currency and concluded his address by stating that "Muthoot Finance aims to consolidate gold loan leadership while transforming into a diversified, globally recognized financial powerhouse, with continued investments in digital innovation, branch expansion, and customer engagement."

Post conclusion of address by the Managing Director, the meeting was opened for the Question & Answer session for the registered speaker shareholders. Several shareholders had registered their names to speak at the AGM and joined the meeting. The speaker shareholders expressed their view on the performance of the Company and raised few questions to the management. All queries of the speaker shareholders were adequately addressed by Mr. George Alexander Muthoot.

Post completion of the Q&A session, Mr. Alexander George, Whole Time Director addressed the shareholders and gave a detailed over view on various initiatives that Company has taken over the last few years which is acting as the catalyst for turbo charging the Company. Mr. Alexander George spoke on various initiatives and achievements including:

- Key milestones of the Company achieved during the financial year 2024-25;
- Key distinctions earned by the Company in the year gone by;
- Key transformations undertaken at various levels including security transformation, business transformation, HR transformation, digital transformation and marketing transformation;

Mr. Alexander George also spoke in detail on the CSR activities, its impact on the society, and the key awards and accolades received by the Company during the year gone by.

Post the address by Mr. Alexander George, Chairman continued with the meeting and informed the Members about the e-voting facility given through CDSL for casting the votes. Shareholders was informed that remote voting was made available for casting the vote and the facility will continue for 15 minutes post conclusion of the AGM.

The following resolutions were proposed through the Notice of the 28th AGM:

Item No.	Items	Resolution Proposed
1.	Adoption of audited Financial statements for the financial year ended March 31, 2025	Ordinary Resolution
2.	Appointment of Mr. George Thomas Muthoot (DIN: 00018281) as a director, liable to retire by rotation	Ordinary Resolution
3.	Appointment of Mr. Alexander George (DIN: 00938073) as Director, liable to retire by rotation	Ordinary Resolution
4.	Re-appointment of Mr. Chamacheril Abraham Mohan (DIN: 00628107) as an Independent Director for a second consecutive term	Special Resolution
5.	Re-appointment of Mr. Alexander George (holding DIN: 00938073) as Whole Time Director of the Company for a period of 5 (five) years with effect from September 30, 2025.	Special Resolution
6.	Appointment of Secretarial Auditors	Ordinary Resolution
7.	Increase in the Number of Directors on the Board of Directors	Special Resolution
8.	Alteration of Articles of Association of the Company	Special Resolution
9.	Appointment of Mr. Koodathumuriyil Verghese Eapen (DIN: 01613015) as Non-Executive Independent Director of the Company	Special Resolution

Chairman informed the shareholders that results would be announced within 2 working days of the conclusion of the meeting and the same would be intimated to the Stock Exchanges and uploaded on the website of the Company and CDSL. Chairman authorised the Company Secretary to announce the results on his behalf on the scheduled date.

Thereafter Chairman delivered a vote of thanks acknowledging the presence of all shareholders who attended the meeting, auditors, and directors who have joined the meeting remotely.

Upon conclusion of the agenda items, Chairman declared the meeting as over and thereafter concluded with the National Anthem. The meeting concluded at 05.48 p.m.

This summary of the proceedings is issued pending the approval of the Minutes by the Chairman.
