



MANAPPURAM[®] FINANCE LIMITED



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Ref: Sec/SE/47/15-16
06th August, 2015

Bombay Stock Exchange Ltd.,
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001

National Stock Exchange of India Limited
5th Floor, Exchange Plaza
Bandra (East) ,
Mumbai – 400 051

Dear Sir/Madam,

Sub: Information under clause 31(d) of the listing agreement

We are enclosing herewith the proceedings of 23rd Annual General Meeting held on 06th August 2015 as per clause 31 (d) of the listing agreement.

Request you to kindly take the same on your record.

Thanking you,
Yours Faithfully,

For Manappuram Finance Limited

Ramesh Periasamy
Company Secretary



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

Corporate Office : (CIN-L65910KL1992PLC006623) IV/470A (old) W638A(New), Manappuram House, Valappad, Thrissur, Kerala - 680 567, India
Tel : 0487- 2050100, 2050108, Fax : 0487- 2392298 E-mail : mail@manappuram.com Website : www.manappuram.com

PROCEEDINGS AT THE 23rd ANNUAL GENERAL MEETING ON 06.08.2015 AS PER CLAUSE 31(d)

The meeting commenced with a prayer. In the absence of Mr. Jagdish Capoor, Chairman of the company Shri. Manomohanan, Independent Director and Chairman of Audit Committee was elected to the chair and he presided over the meeting. Chairman declared that there was proper quorum for the meeting and called the meeting to order.

Welcome Address

After silent prayer, Chairman invited Mr.B.N.Raveendra Babu, Executive Director of the company to offer the welcome address and he welcomed the Shareholders , Directors, Statutory Auditors Secretarial auditor and other participants to the meeting. He shared the pleasure of the management in addressing the members when the company made a remarkable performance in overall terms.

Chairman's address: Shri. Manomohanan, Chairman addressed the members. In his brief speech he shared with the members about the overall performance of the company in comparison to the previous year, maintenance of LTV in order to mitigate risk of falling of gold price, strategies and steps taken by the company for reduction of auctions and the prevailing macroeconomic environment in the country and country's GDP growth.

Company Secretary invited Mr. V.P.Nandakumar, Managing Director & CEO to address the meeting. In his speech he briefed about the performance of the company during the year 2014-15 in terms of growth and profitability, resource mobilization by way of public issue of bonds, the CSR initiatives the company had been taking over several years and their impacts in the society. He touched upon the changes in lending policies introduced by RBI and opined that those measures will strengthen the NBFC sector in the long run. He also explained the diversification company's business into micro-finance, Housing Loan, SME, LAP, money changing businesses and its performance. He further informed about setting up of offices in Mumbai and Bangalore in order to absorb & retain the best talents and use those offices for company's business diversification and expansion program. He also thanked the members for their support in achieving the heights over the past years and requested to continue the same in the future as well.

Notice convening the meeting.

Notice dated 14 /05 /2015 convening the 23rd Annual General Meeting of the Company at Anugraha Auditorium Valapad, Thrissur 680 567 at 10.30 AM was read at the meeting by the Company Secretary.

Passing of resolutions:

There after the chairman took the following resolutions for discussion and approval.

As Directed by the chairman, the Company Secretary, read out the Auditors Report and all the resolutions to be passed by the meeting and after reading all the resolutions chairman announced the poll with the assistance of the Scrutinizer for all the members who were present but a not cast their



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Ramesh Periasamy
Company Secretary

votes electronically using the remote e-voting facility. A secured computer assisted poll was conducted and before commencing the poll, Company Secretary explained in detail the polling process for the benefit of the members to understand the process and cast the votes. Mr.V.Sathish, Practicing Company Secretary, appointed as the scrutinizer and he had submitted a consolidated Scrutinizer's Report of the total votes cast in favour of or against of the poll as well as the e-voting to the chairman of the meeting . Based on the results chairman declared that the following resolutions were passed with the requisite majority.

Ordinary business:

Item No.1. To receive, consider and adopt the audited Profit and Loss account for the financial year ended 31st March 2015 and the Balance Sheet as at that date, the report of the Board of Directors (the Board) and the Auditors thereon.

Item No.2. To confirm the first, second, third and fourth interim dividends of Rs.0.45 each in aggregate Rs.1.80 per equity share of Rs.2/- each, as dividend for the year 2014-2015.

Item No.3. To appoint a director in place of Mr. B.N Raveendra Babu (DIN : 00043622) who retires by rotation, and being eligible, offers himself for re-appointment

Item No.4. To ratify the appointment of Statutory Auditors.

Special Business

Item No 5. Appointment of Dr. Amla Samanta (DIN : 00758883) as an Independent Director of the Company.

Item No 6. Raising of Fund through Private Placement of Secured Redeemable Non Convertible Debentures (NCDs)

Item No 7. Payment of Commission to Non-Executive Directors

Item No 8. Ratification of Commission paid to Non-Executive Directors for the FY 2013-2014 and 2014-2015

Meeting concluded with a vote of thanks to the chair by the Company Secretary.

This Summary of the proceeding is issued pending the approval of the Minutes by the Chairman.



For Manappuram Finance Limited
Ramesh Perlasamy
Ramesh Perlasamy
Company Secretary