



Muthoot Finance

Muthoot Finance Ltd.

Regd. Office: Muthoot Chambers, 2nd Floor, Opposite Saritha Theatre Complex, Banerji Road, Kochi, Kerala, India 682018
(T): +91-484-2394712, Fax: +91-484-2396506; Email: csmuthoot@muthootgroup.com; www.muthootfinance.com,
CIN:L65910KL1997PLC011300

BALLOT FORM (In lieu of E-voting)

1. Name & address of the member :

2. Name(s) of Joint member (s) :

3. Registered Folio No./ :

DP ID/Client ID

4. No. of Equity Share(s) held :

I/We hereby exercise my/our vote in respect of Resolutions to be passed for the business stated in the notice of 17th Annual General Meeting of the company scheduled on September 25, 2014, by conveying my/our assent or dissent to the said resolution(s) by placing the (✓) mark at the appropriate box below.

Sl. No.	Resolutions	No. of Shares	I/We assent to the resolution (FOR)	I/We dissent to the resolution (AGAINST)
1	To adopt Financial Results for the year ended 31st March, 2014			
2	To declare a dividend.			
3	To appoint M/s Rangamani & Co., as statutory Auditors and fixing their remuneration.			
4	To reappoint Mr. George Thomas Muthoot as Whole Time Director who retires by rotation and being eligible offers himself for reappointment			
5	To reappoint Mr. George Jacob Muthoot as Whole Time who retires by rotation and being eligible offers himself for reappointment			
6	To appoint Mr. George Joseph as Independent Director for a term of 2 years.			
7	To appoint Mr. K George John as Independent Director for a term of 2 years.			
8	To appoint Mr. John K Paul as Independent Director for a term of 2 years.			
9	To appoint Justice K. John Mathew as Independent Director for a term of 2 years.			
10	To appoint Mr. George Alexander Muthoot as Managing Director with effect from April 1, 2015 for a term of 5 years.			
11	To appoint Mr. M G George Muthoot as Whole Time Director with effect from April 1, 2015 for a term of 5 years.			
12	To appoint Mr. George Jacob Muthoot as Whole Time Director with effect from April 1, 2015 for a term of 5 years.			
13	To appoint Mr. George Thomas Muthoot as Whole Time Director with effect from April 1, 2015 for a term of 5 years.			
14	To approve payment of remuneration to Non-Executive Directors			
15	To approve offer or invitation to subscribe to Non-Convertible Debentures on private placement basis			
16.	To obtain consent of the members for borrowing power to be exercised by Board of Directors of the Company in terms of the provisions of Section 180 (1) (c) of Companies Act, 2013			

PLACE :

DATE :

Signature of Shareholder

Note: Kindly read the instructions printed overleaf before filling the form. Last date for receipt of Postal Ballot Form by the Scrutiniser is 22.09.2014 by 6.00 PM.

Please follow steps for e-voting procedure as given in the notice of AGM by logging on to www.evotingindia.com

INSTRUCTIONS

1. Members may fill up the ballot form printed overleaf and submit the same in a sealed envelope to the scrutinizer, so as to reach by 6.00 pm on 22.09.2014. Ballot form received thereafter will strictly be treated as if not received. The e-voting period begins on 20.09.2014 at 9.00 AM and ends on 22.09.2014 at 6.00 PM.
2. The Company will not be responsible if the envelope containing the ballot form is lost in transit.
3. Unsigned, incomplete or incorrectly ticked forms are liable to be rejected and the decision of the scrutinizer on the validity of the forms will be final.
4. In case of members who have cast their votes both via postal ballot and also through e-voting, then the votes cast through e-voting shall prevail and the voting done through ballot shall be treated as invalid.
5. The ballot form should be completed and signed by the shareholder. In case of joint holding, this form should be completed and signed (as per specimen signature registered with the company) by the first named shareholder and in his/her absence, by the next named shareholder/s. In case of corporate shareholders, the form should be signed by an authorized signatory, whose signature is already registered with the company and a Board resolution duly certified, be attached to the Ballot Paper.
6. There shall be one ballot for each folio irrespective of the number of joint holders. A proxy shall not exercise the postal ballot. Voting rights shall be reckoned on the paid up value of shares registered in the name of the shareholders on the date of dispatch of the notice.
7. Instructions for e-voting procedure are available in the notice of annual general meeting which is also placed on the website of the Company.

**SPECIMEN COPY
CONTACT REGISTRAR AND TRANSFER AGENT
FOR PHYSICAL COPY OF FORM**