



NOTICE TO SHAREHOLDERS

Notice is hereby given that the **30th Annual General Meeting** of the members of Muthoot Vehicle & Asset Finance Limited, CIN: U65910KL1992PLC006544 will be held on Tuesday, **13th day of September 2022 at 11.00 AM**, at 2nd Floor, Muthoot Chambers, Kurian Towers, Opp. Saritha Theatre, Banerji Road, Ernakulam, Kerala - 682 018 to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider, approve and adopt the Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2022 including Audited Balance Sheet as on 31st March 2022 and Statement of Profit and Loss Account and Cash Flow Statement for the financial year ended on that date together with reports of the Board of Directors and the Auditors thereon.
2. To appoint a Director in place of Mr. George Alexander Muthoot (holding DIN: 00016787), who retires by rotation at the Annual General Meeting and being eligible, offers himself for re-appointment: -

Members are requested to consider and if thought fit, pass the following resolution as an ordinary resolution:

“RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. George Alexander Muthoot (DIN: 00016787), who retires by rotation at this meeting, and being eligible, has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”

3. **Appointment of Statutory Auditors**

To appoint M/s Rangamani & Co, Chartered Accountants, (ICAI Firm Registration No. 003050S) as Statutory Auditors of the Company and to fix their remuneration and in this regard, to pass the following resolution as an Ordinary Resolution:

Registered Office: Muthoot Chambers, Opp Saritha Theatre, Banerji Road, Cochin,
Ernakulam, Kerala, India – 682 018 Phone: +91 75938 64417, 75938 64418
mvflcoadmin@muthootgroup.com | www.mvaf.com | CIN: U65910KL1992PLC006544

Corporate Office: 5th & 6th Floor, Midhun Tower, K.P. Vallon Road, Kadavanthra, Cochin, Kerala – 682 020

The Muthoot Group - 20 Diversified Business Divisions

Financial Services | Wealth Management | Money Transfer | Foreign Exchange | Securities | Media | Vehicle & Asset Finance
Information Technology | Healthcare | Housing & Infrastructure | Education | Power Generation | Leisure & Hospitality
Vehicle Loan | Plantations & Estates | Precious Metals | Housing Finance | Overseas Operations | Personal Loan | Micro Finance

“RESOLVED THAT pursuant to the provisions of Section 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), the Companies (Audit and Auditors) Rules, 2014 and Circular No. RBI/2021-22/25-Ref.No.DoS.CD.ARG/SEC.01/ 08.91.001/2021-22 dated April 27, 2021 (“RBI Guidelines”) issued by the Reserve Bank of India (RBI) (including any Statutory modification(s) or amendment(s) or re-enactment(s) thereof for the time being in force), approval of the Members of the Company be and is hereby accorded, for the appointment of M/s Rangamani & Co, Chartered Accountants, (ICAI Firm Registration No. 003050 S) as Statutory Auditors of the Company to hold office from conclusion of 30th Annual General Meeting till the conclusion of 32nd Annual General Meeting of the Company to be held in the year 2024, to conduct the audit of accounts of the Company for the financial year ending March 31, 2023 and March 31, 2024 on such remuneration plus out of pocket expenses, if any, as may be mutually agreed upon between the Board of Directors of the Company and the Statutory Auditors.

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof), be and is hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution.”

By Order of the Board of Directors
For **Muthoot Vehicle & Asset Finance Limited**
Sd/-

Place: Kochi
Date: 08.08.2022

Kavitha K Nair
Company Secretary

Registered Office:

Muthoot Chambers
Opposite Saritha Theatre Complex
Banerji Road, Kochi - 18

NOTES

- 1. A member entitled to attend and vote at the Annual General Meeting (the “Meeting”) is entitled to appoint a proxy to attend and vote on a poll instead of him and the proxy need not be a member of the Company. The instrument appointing the proxy should, however, be deposited at the registered office of the Company not less than forty-eight hours before the commencement of the Meeting.**
2. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

3. Members/Proxies should bring duly filled Attendance Slips sent herewith to attend the meeting.
4. The relevant details as required under Secretarial Standard-2 [SS-2], of person seeking appointment / re-appointment as Directors under Item Nos. 2 of this Notice are annexed as Annexure
5. Pursuant to Rule 5(8) of the Investor Education and Protection Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, the Company has uploaded details of unpaid and unclaimed amounts lying with the Company on its website. www.mvafli.com
6. The AGM shall be held at the Registered office of the Company at Muthoot Chambers, Opp Saritha Theatre, Banerji Road, Cochin, Ernakulam – 682018.
7. To support ‘Green Initiative’, members who have not registered their email address are requested to register their email address with the depository participants in case the shares are held by them in electronic form and in case shares are held in physical mode the mail address shall be intimated to the Secretarial Department cs@mvafli.com for receiving all communication including Annual Report, Notices, Circulars etc, from the Company electronically.
8. Members holding shares in physical form, are requested to convert their physical shareholding in to dematerialized shareholding. Please note that transfer of shares in physical form is not permissible as per SEBI guidelines. In this regard, the Members/ legal heirs of deceased members are also requested to open demat account simultaneously for dematerializing the shares dividends.
9. Relevant documents referred to in the Notice and the Statement is open for inspection by the members at the registered office of the company on all working days, during business hours up to the date of the meeting.

For Muthoot Vehicle & Asset Finance Limited

Place: Kochi
Date: 08.08.2022

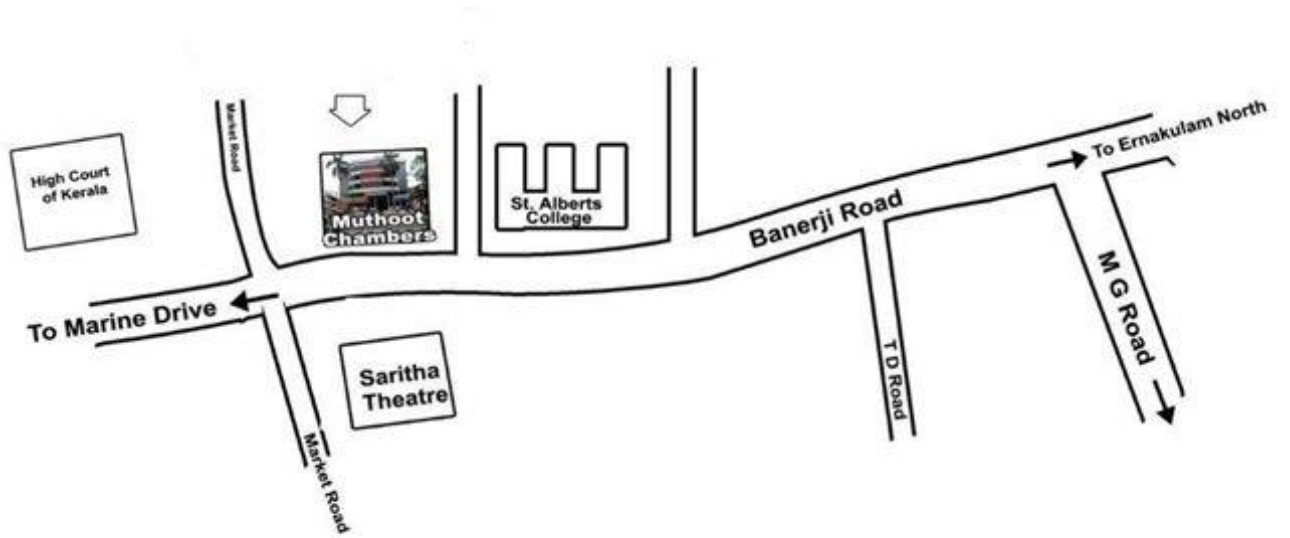
Sd/-
Kavitha K Nair
Company Secretary

DETAILS OF DIRECTOR SEEKING RE-APPOINTMENT FURNISHED PURSUANT TO THE SECRETARIAL STANDARD -2

1. Mr. George Alexander Muthoot

| | |
|---|---|
| Name of Director | George Alexander Muthoot |
| Date of Birth | 16 September 1955 |
| Age | 66 |
| Qualification | B.Com, Chartered Accountant |
| Expertise in specific functional area | Financial Services |
| Experience | 41 years |
| Terms & conditions | Liabile to retire by rotation |
| Date of first appointment on the Board | 08 June 1992 |
| No: of shares held in the Company | 50,41,300 |
| Relationships between Directors / KMP's inter-se | Anna Alexander, Director (spouse) |
| Number of Meetings of the Board attended during the year 2021-22 | 5 |
| Directorships held in other Companies (excludes foreign companies, private companies and alternate directorship) | Muthoot Finance Ltd, Muthoot Homefin (India) Limited, Muthoot Commodities Ltd, Muthoot Forex Ltd. |
| Membership/Chairmanship of other Public Companies (include only Audit Committee and Stakeholder Relationship Committee) | Muthoot Finance Ltd (Audit committee) |

Route Map to AGM Venue



Form No. MGT 11

Proxy Form

(Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014

CIN : U65910KL1992PLC006544
Name of Company : **MUTHOOT VEHICLE & ASSET FINANCE LIMITED**
Registered Office : Muthoot Chambers, Opp Saritha Theatre,
Banerji Road, Ernakulam, Kochi 682018

Name of the Member(s) :
Registered address :

Email ID :
Folio No/Client ID :
DP ID :

I/We, being the member(s) of shares of the above name company, hereby appoint

1. Name:
Address:
Email Id
Signature :....., or failing him
2. Name:
Address:
Email Id
Signature:, or failing him

As my/our proxy to attend and vote (on a poll) for me/ us and on my / our behalf at the 30th Annual General Meeting of the Company to be held on the 13th day of September 2022 at 11 am at Muthoot Chambers, Opp Saritha Theatre, Banerji Road, Ernakulam, Kochi 682018, and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No:

Signed this day of
Signature of Shareholder

Signature of Proxy holder(s)

