



**Muthoot  
Vehicle & Asset Finance Ltd**

**Registered Office:** 2<sup>nd</sup> Floor, Muthoot Chambers, Opposite Saritha Theatre Complex, Banerji Road, Ernakulam, Kerala – 682 018 **Email:** [mvfl@muthootgroup.com](mailto:mvfl@muthootgroup.com), Ph. +91 7593864416

**Corp. Office:** 5<sup>th</sup> & 6<sup>th</sup> Floor, Midhun Tower, KP Vallon Road, Kadavanthra, Kochi, Kerala - 682020

**CIN:** U65910KL1992PLC006544

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**NOTICE TO SHAREHOLDERS**

**Notice** is hereby given that the **28<sup>th</sup> Annual General Meeting** of the members of Muthoot Vehicle & Asset Finance Limited, CIN: U65910KL1992PLC006544 will be held on **28<sup>th</sup> day of September 2020** at **11.00 AM**, through Video Conferencing (“VC”)/Other Audio Visual Means (“OAVM”) 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 31<sup>st</sup> March, 2020 including Audited Balance Sheet as on 31<sup>st</sup> March 2020 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 Mrs. Anna Alexander, Director (DIN: 00017147) who retires by rotation at this Annual General Meeting and being eligible offers himself for reappointment.

**For Muthoot Vehicle & Asset Finance Limited**

Sd/-  
Arya Devu P. V  
Company Secretary

Ernakulam  
10.08.2020

**Registered Office:**  
Muthoot Chambers  
Opposite Saritha Theatre Complex  
Banerji Road, Kochi - 18

## NOTES

1. In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs (“MCA”) has vide its circular dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as “MCA Circulars”) permitted the holding of the Annual General Meeting (“AGM”) through VC / OAVM, without the physical presence of the Members. In compliance with the provisions of the Companies Act, 2013 (“Act”), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and MCA Circulars, the AGM of the Company is being held through VC / OAVM.
2. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
3. Institutional / Corporate Shareholders (i.e., other than individuals / HUF, NRI etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the AGM through VC / OAVM on its behalf and to vote through remote e-voting.
4. Any person who is not a member on the cut-off date should treat this notice for information purposes only.
5. In order to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company’s Secretarial Department (E-mail id- cs@mvafl.com) for assistance in this regard.
6. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. Members are requested to submit the details to their DP in case the shares are held by them in electronic form.
7. In terms of the Circulars No. 17/2011 of 21st April, 2011 and 18/2011 of 29th April, 2011 issued by the Ministry of Corporate Affairs (MCA) as part of its “green initiative in Corporate Governance”, MCA allows paperless compliances including service of a notice/document by companies to their Members through electronic mode. Therefore your Company proposes to send documents required to be sent to the shareholders like Notices of General Meetings (including AGM), Audited Financial Statements, Report of the Directors, Independent Auditor’s Report etc to the Members in electronic form. This will also ensure prompt receipt of communication and avoid loss in postal transit. Hence all shareholders are requested to provide their details such as e-mail and mobile numbers for future communications.

8. 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.
9. Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.
10. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
11. Members seeking any information with regard to the accounts or any matter to be placed at the AGM are requested to write to the Company on or before September 14, 2020 via email, [cs@mvafl.com](mailto:cs@mvafl.com) and the same will be replied by the Company suitably.
12. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
13. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.
14. Instructions for e-voting and joining the AGM are as follows:

**INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC / OAVM ARE AS UNDER:**

1. Members will be able to attend the AGM through VC by using the following link: <https://meet.google.com/hsw-yocg-igt>
2. Facility of joining the AGM through VC shall open 30 minutes before the time scheduled for the AGM will be available for Members on first come first served basis and would not be closed till the expiry of 30 minutes after the meeting.
3. Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered email address mentioning their name and folio no at [cs@mvafl.com](mailto:cs@mvafl.com) from 10.09.2020(9:00 a.m. IST) to 14.09.2020 (5:00 p.m. IST). Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.
4. Members are encouraged to join the Meeting through Laptops for better experience. Further Members will be required to enable Camera and use Internet with a good speed to avoid any disturbance during the meeting.

**For Muthoot Vehicle & Asset Finance Limited**

Sd/-

Arya Devu P. V.  
Company Secretary

Ernakulam  
10.08.2020

**Disclosure of details of directors as per Secretarial Standards – 2:**

Name of the Director & DIN	Anna Alexander (DIN: 00017147)
Date of first Appointment	01 <sup>st</sup> April, 2005
Qualifications, Experience and Areas of Specialization	Anna Alexander holds bachelor's degree in Commerce and completed her inter from the Institute of Chartered Accountants of India.
Terms & Conditions of Appointment	Mrs. Anna Alexander, Director (DIN: 00017147) who retires by rotation at this Annual General Meeting and being eligible offers himself for reappointment.
Remuneration last drawn	Nil
No. of Shares Held in the company	11,52,500 shares
No. of Board Meetings attended during Financial Year 2019-2020	6
List of Directorship held in other Companies	<ul style="list-style-type: none"> <li>• Oxbow Properties Private Limited</li> <li>• Unix Properties Private Limited</li> <li>• Muthoot Developers Private Limited</li> <li>• Muthoot M George Education Private Limited</li> <li>• Muthoot Homefin (India) Limited</li> <li>• Varavade Plantations Private Limited</li> <li>• Moroshi Plantations Private Limited</li> <li>• Nerur Rubber &amp; Plantations Private Limited</li> <li>• Tarkali Rubber &amp; Plantations Private Limited</li> <li>• Rangana Rubber &amp; Plantations Private Limited</li> <li>• Maneri Rubber &amp; Plantations Private Limited</li> <li>• Amboli Rubber &amp; Plantations Private Limited</li> <li>• Geo Rubber And Plantations Private Limited</li> <li>• Sawanthavadi Rubber And Plantation Private Limited</li> </ul>

	<ul style="list-style-type: none"> <li>• Muthoot Holidays Private Limited</li> <li>• Muthoot Forex Limited</li> <li>• Muthoot Vehicle &amp; Asset Finance Limited</li> <li>• Muthoot Farms India Private Limited</li> <li>• Moroshi Plantations LLP</li> </ul>
Chairman/ member of the Committee of the Board of Directors of other Companies	Nil
Relation with Key Managerial Personnel and Directors	Except Mrs. Anna Alexander being appointee and Mr. George Alexander Muthoot, Mr. George M Jacob and Mr. George Thomas Muthoot being relatives of appointee, none of other Directors and other Key Managerial Personnel of the Company and their relatives are related.