



## Munoth Financial Services Limited

Regd. Office : Munoth Centre, Suite No. 46 & 47, 3rd Floor, 343, Triplicane High Road, Chennai - 600 005. INDIA.  
Tele : 91-44-28591185 Fax : 91-44-28591188 E-mail: info@munothfinancial.com  
Branches : Bangalore : Trust Complex 3rd Floor, No. 10, D.V.G. Road, Bangalore - 560 004.  
Ph : 080 - 26603424 / 25 Fax : 080 - 26603423 CIN : L65991TN1990PLC019836

September 9, 2016

M/s. Bombay Stock Exchange Limited,  
Phiroze Jheebhoy Towers,  
Dalal Street,  
Mumbai- 400 001

Dear Sir/Madam,

**Sub: Submission of Proceedings of the 25th Annual General Meeting of the Company held on Friday, the 9th September, 2016 at 10.25 A.M.**

Pursuant to the Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are herewith submitting the proceedings of the 25th Annual General Meeting of the Company.

- 1) In accordance with the notice dated 30th May, 2016, the 25th Annual General Meeting of the Shareholders of Company was held on Friday, the 9th September, 2016 at 10.25 A.M. at "Nahar hall(South India Hire Purchase Association), Desabandhu Plaza, 1st floor, 47, Whites Road, Royapettah, Chennai-600014".
- 2) Mr. Lalchand Munoth, the Chairman of the Company chaired the meeting.
- 3) The Chairman, after ascertaining the quorum, called the Meeting to order
- 4) The Chairman welcomed the Shareholders and introduced the Directors present.
- 5) The Chairman informed that the Annual report of the Company together with Notice conveying the 25th Annual General Meeting were delivered to the Members as per the Statutory requirements. With the permission of the Shareholders present, the Notice and Auditor's Report was taken as read.
- 6) The Chairman then addressed the Shareholders and apprised the Shareholders on the Performance of the Company during the Financial Year ended 31st March, 2016.
- 7) The Chairman informed the members that pursuant to provisions of Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014, Company has provided an opportunity to all members for casting their votes electronically in respect of the businesses to be transacted at the Annual General Meeting. E-voting commenced at 9.00 A.M. on 6th September, 2016 and ended at 5.00 P.M. on 8th September, 2016.

- Member of National Stock Exchange (CM INB 230803634)
- Member of National Stock Exchange Derivatives (INF 230803634)
- Member Madras Stock Exchange (INB 040803634)



- Merchant Banker (INM000003739)
- Portfolio Management Service (INP000000308)
- Depository Participant (IN-DP-NSDL-30-97)
- SEBI MAPIN No.: 100002089



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- 8) Mr.N.Selvam, Practicing Company Secretary (Membership No.:4318; CP No: 4858) was appointed as Scrutinizer by Board to conduct the E-voting and Poll in a fair and transparent manner.
- 9) The following resolutions were moved for voting at the meeting:
1. To receive, consider and adopt the Audited Financial statements of the Company for the financial year ended March 31, 2016 including the audited Balance Sheet as on that date and the Statement of Profit and Loss for the year ended on that date and Cash flow Statement as on that date and the Reports of the Directors and Auditors thereon.
  2. To appoint a Director in place of Lalchand Munoth (DIN No: 01693640) who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment
  3. To appoint a Director in place of Vikas Munoth (DIN No: 00769366) who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.
  4. To appoint a Director in place of Mr. Bharat Munoth (DIN No.00769588) who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.
  5. To consider and if thought fit, to pass with or without modification(s), the following Resolution as an Ordinary Resolution:  
**“RESOLVED THAT** pursuant to Section 139, 142 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder, as amended from time to time, the Company hereby ratifies the appointment of M/s. Mardia & Associates, Chartered Accountants (Firm’s Registration No. 007888S) as the Auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of the 26th Annual General Meeting of the Company to be held in year 2017 to examine and audit the accounts of the Company for the Financial Year 2016-17 at such remuneration plus service tax, out-of-pocket, travelling and living expenses etc., as may be mutually agreed between the Board of Directors and the Auditors.”
  6. To consider and if thought fit, to pass with or without modifications, the following resolution as an ordinary resolution  
**“RESOLVED THAT** pursuant to recommendation of the Nomination and Compensation Committee, and approval of the Board and subject to the provisions of Sections 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification or re-enactment thereof) read with Schedule- V of the Companies Act, 2013 and Articles of Association of the Company, approval of the members of the Company be and is hereby accorded to the re-appointment of Mr Vikas Munoth, as Whole-time Director of the Company with effect from September 27, 2016 to September 26, 2018, as well as the payment of salary, commission and perquisites (hereinafter referred to as “remuneration”), upon the terms and conditions as detailed in the explanatory statement attached hereto, which is hereby approved and sanctioned with authority to the Board of Directors to alter and vary the terms and conditions of the said re-appointment and / or agreement in such manner as may be agreed to between the Board of Directors

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and Mr.Vikas Munoth.”

“RESOLVED FURTHER THAT the remuneration payable to Mr.Vikas Munoth, shall not exceed the overall ceiling of the total managerial remuneration as provided under Section 197 of the Companies Act, 2013 or such other limits as may be prescribed from time to time.”

“RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred to any Committee of Directors or Director(s) to give effect to the aforesaid resolution”

10) The voting results will be notified to the Stock Exchange in the format prescribed under Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 within 48 hours from the conclusion of the Annual General Meeting and the details of the said results will also be uploaded on the Company's website.

We request you to take the above on you record.

Thanking you,

Sincerely,

**For Munoth Financial Services Limited**

**A G Nandini**  
**Company Secretary**



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