



Date: 07<sup>th</sup> May, 2026

To,  
**The Manager**  
Listing Department  
BSE Limited  
PJ Towers, Dalal Street, Fort  
Mumbai – 400 001

Dear Sir/Madam,

Sub: - Intimation under Regulation 50(2)(a) of SEBI (LODR) Regulations, 2015 for Extraordinary General Meeting dated 2<sup>nd</sup> June, 2026

Pursuant to Regulation 50(2)(a) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby inform you that an Extraordinary General Meeting of the members of Muthoot Housing Finance Company Limited is scheduled to be held on Tuesday, 02<sup>nd</sup> June, 2026, inter alia, to consider and approve the following:

***“Issue of Non-Convertible Debentures /Sub debt/ short-term unsecured Commercial Papers /any other instruments on private placement basis.”***

The outcome of the meeting will be communicated to the Stock Exchange(s) in accordance with the applicable regulatory requirements.

We request you to kindly take the documents on record and kindly treat this as compliance with the Listing Regulations.

Thanking you

Yours faithfully  
**For MUTHOOT HOUSING FINANCE COMPANY LIMITED**

**Sumesh. S**  
**Company Secretary and Compliance Officer**



### **Notice to Members**

Notice is hereby given that the Extra Ordinary General Meeting (1/2026-27) of the Members of the Company will be held on Tuesday, 2<sup>nd</sup> June 2026 at 11.00 a.m. at the Registered office of the Company at T.C 14/2074 -7, Muthoot Centre, Punnen Road, Trivandrum, Kerala – 695 039, India, to transact the following business.

#### **SPECIAL BUSINESS:**

##### **1. Enhancement of Borrowing power from Rs.5,000 crores to 6,000 crores.**

To consider, and if thought fit, to pass with or without modifications, the following resolution as a Special Resolution.

**“RESOLVED THAT** in supersession of all the previous resolution passed in this regard and pursuant to Section 180 (1) (c) of the Companies Act 2013 and other enabling provisions if any, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company for borrowing from time to time any sum or sum of money which, together with the moneys already borrowed by the Company (apart from Temporary Loans obtained from the Company’s Bankers in the ordinary course of the business) may exceed the aggregate for the time being of the paid up capital of the Company and its Free Reserves, that is to say, reserves not set apart for any specific purpose, provided that the total amount of money/moneys so borrowed by the Board shall not at any time exceed the limit of Rs 6,000 Crores (Rupees Six Thousand Crores Only).

**“RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this resolution.”

##### **2. Creation of charge on the Assets of the Company.**

To consider, and if thought fit, to pass with or without modifications, the following resolution as a Special Resolution.

**“RESOLVED THAT** in supersession of all the previous resolution passed in this regard and pursuant to the provisions of Section 180 (1) (a) of the Companies Act, 2013 and all other applicable provisions thereto and the consent of the Members of the Company be and is hereby accorded to the Board of Directors to authorized to mortgage, hypothecate and/or charge the immovable and movable properties of the Company, present and future and the whole of the undertaking of the Company to or in favour of banks/financial institutions for an aggregate amount not exceeding Rs 6,000 Crores (Rupees Six Thousand Crores Only) over and above the aggregate paid up capital of the Company and its free reserves in respect of the loan availed by the



Company, and interest at an agreed rate, compound/additional interest, cost, charges, expenses, and all other moneys payable by the Company in respect thereof.

**“RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this resolution.”

**3. Issue of Non-Convertible Debentures /Sub debt/ short-term unsecured Commercial Papers /any other instruments on private placement basis.**

To consider, and if thought fit, to pass with or without modifications, the following resolution as a Special Resolution.

**“RESOLVED THAT** pursuant to the provisions of Section 42, 71 of the Companies Act, 2013 (“the Act”), read with Rule 14 of Companies (Prospectus and Allotment of Securities) Rules, 2014 and other applicable provisions, if any, of the Act (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and subject to the provisions of the SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in accordance with the provisions of the Memorandum and Articles of Association of the Company and subject to such other applicable laws, rules, regulations, directions and guidelines, approval of the Members of the Company be and is hereby accorded to the Board of Directors (hereinafter referred to as “the Board”) for making offer(s) or invitation(s) to subscribe to secured/unsecured/subordinated,rated/unrated,listed/unlistednon-convertible debentures (“NCDs”)/Sub debt or any other debt instrument on a private placement basis, in one or more tranches, to any category of investor(s) eligible to invest in the NCDs/subdebt/any other debt instruments and on such terms and conditions as may be decided by the Board to such person or persons, as the case may be for a period of 1 (one) year from the date of passing of the Special Resolution by the Members, up to an amount of not exceeding in aggregate Rs. 300,00,00,000/- (Three Hundred Crores Only) within the existing overall borrowing limits of Rs. 6000,00,00,000/- (Rupees Six Thousand Crores Only) of the Company, in conformity and in compliance with the applicable rules, regulation, directions made in this regard, as amended from time to time, and on such terms and conditions as determined by the Board/ Debenture Issue Committee.

**“RESOLVED FURTHER THAT** pursuant to the applicable provisions of the Companies Act, 2013 and in accordance with the directions issued by the Reserve Bank of India, consent of the Members of the Company be and is hereby accorded to Board of Directors for the issuance of Listed Commercial Papers (“CPs”), in the form of promissory notes or such other form as may be customary in the money market, in one or more tranches, for an aggregate amount not exceeding Rs. 100,00,00,000/- (Rupees One Hundred Crores Only), within the overall borrowing limits of Rs.60,00,00,00,000/-



(Rupees Six Thousand Crores Only) of the Company, on such terms and conditions as may be determined by the Board/ Debenture Issue Committee.

**“RESOLVED FURTHER THAT** the Debenture Issue Committee be constituted comprising of the following Directors of the Company namely Mr. Thomas John Muthoot, Mr. Thomas George Muthoot and Mr. Thomas Muthoot and the Board /Debenture Issue Committee be and are hereby severally authorised to determine the terms of issue including the class of investors to whom NCDs)/sub debt /any other debt instruments are to be issued, time, securities to be offered, the number of NCDs)/sub debt/any other debt instruments, tranches, issue price, tenor, interest rate, premium/discount, listing and to do all such acts and things and deal with all such matters and take all such steps as may be necessary and to sign and execute any deeds/documents/ undertakings/ agreements/ papers/ writings, as may be required in this regard including Commercial Papers.

**“RESOLVED FURTHER THAT** the Debenture Issue Committee be and is hereby authorized to use and affix the Common Seal of the Company in accordance with the Articles of Association of the Company on all relevant necessary agreements, undertakings, deeds or other documents, certificates, and paper documents if any required to be executed under the Common Seal of the Company in connection with the Issue of the above instruments.

For and on behalf of the Board of Directors  
**Muthoot Housing Finance Company Limited**

Digitally signed by  
SUMESH S  
Date: 2026.05.07  
12:09:53 +05'30'

Place: Trivandrum  
Date: 07.05.2026

S. Sumesh  
Company Secretary  
Membership No.: A29833



**Notes:**

- a. A Member entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a Member of the Company. Proxies, in order to be valid, must be duly filled in, signed and deposited at the Registered Office of the Company at least 48 hours before the commencement of the Meeting. A form of proxy is enclosed.**

*A person can act as a proxy on behalf of members not exceeding fifty and holding in aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten per cent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act proxy for any other person or member.*

- b. Corporate Members intending to send their authorized representative to attend the Meeting are requested to send at the Registered Office of the Company, a duly certified copy of the Board Resolution, authorizing their representative to attend and vote on their behalf at this General Meeting.**
- c. Queries proposed to be raised at the Extra Ordinary General Meeting may be sent to the Company at its registered office at least seven days prior to the date of Extra Ordinary General Meeting to enable the management to keep the information ready at the meeting.**
- d. Members / Proxies should fill-in the attendance slip for attending the Meeting and bring their attendance slip along with their copy of the Notice to the Meeting.**
- e. Statement pursuant to Section 102(1) of the Companies Act, 2013, in respect of Special Business in the Notice is annexed hereto.**
- f. The Map showing the route to reach the venue of the meeting is also enclosed.**



## **Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013**

### **Item No. 1: Enhancement of Borrowing power from Rs.5,000 crores to 6,000 crores.**

Pursuant to the provisions of Section 180(1)(c) of the Companies Act, 2013, the Board of Directors of a Company is required to obtain the consent of the Members by way of a Special Resolution to borrow money, apart from temporary loans obtained from the Company's Bankers in the ordinary course of business, in excess of the aggregate of the Paid-up Capital and Free Reserves (that is reserves not set apart for any specific purpose) of the Company.

At the Extra-Ordinary General Meeting of the Company held on June 2, 2025, the Members had accorded their consent to the Board of Directors to borrow monies up to an amount not exceeding ₹5,000 Crores at any point of time.

In order to meet the Company's growing business requirements and to support its expansion, investment and growth plans, it is proposed to enhance the borrowing limits of the Board of Directors from ₹5,000 Crores to ₹6,000 Crores (Rupees Six Thousand Crores Only).

Accordingly, the approval of the Members is sought by way of a Special Resolution as set out in Item No. 1 of the accompanying Notice.

None of the Directors/ KMP/ or their relatives of your Company are, in any way, concerned or interested, financially or otherwise, in the proposed resolution, except to the extent of their shareholding, if any, in the Company.

The relevant documents/papers referred to in the accompanying Notice and this Explanatory Statement are available for inspection by the Members at the Registered Office of the Company on all working days during business hours up to the date of commencement of the Extra-Ordinary General Meeting.

### **Item No. 2:- Creation of charge on the Assets of the Company.**

Pursuant to the provisions of the Section 180 (1) (a) of the Companies Act, 2013, that the Board of Directors of the Company shall not, without the consent of the Members of the Company by way of a Special Resolution in general meeting, sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking of the Company. The said provisions are also applicable for creation of mortgage, hypothecation and/or charge on the assets of the Company.

At the Extra Ordinary General Meeting of the Company held on June 2,2025 the Members had accorded their consent to the Board of Directors to create mortgage, hypothecation and/or charge on the assets of the Company for an amount not exceeding ₹5,000 Crores.



In order to secure the financial assistances already availed and/or to be availed from banks, financial institutions and other lenders, such lenders generally require security by way of mortgage, hypothecation and/or charge on the movable and/or immovable properties of the Company, both present and future, including the whole or substantially the whole of the undertaking of the Company.

Considering the Company's growing business requirements and borrowing plans, it is proposed to enhance the aforesaid limit from ₹5,000 Crores to ₹6,000 Crores (Rupees Six Thousand Crores Only), over and above the aggregate of the paid-up share capital and free reserves of the Company, in respect of the loans availed/to be availed by the Company together with interest at agreed rates, compound/additional interest, costs, charges, expenses and all other monies payable by the Company in respect thereof.

Accordingly, the approval of the Members is sought by way of a Special Resolution as set out in Item No. 2 of the accompanying Notice.

None of the Directors/ KMP/ or their relatives of your Company are, in any way, concerned or interested, financially or otherwise, in the proposed resolution, except to the extent of their shareholding, if any, in the Company.

The relevant documents/papers referred to in the accompanying Notice and this Explanatory Statement are available for inspection by the Members at the Registered Office of the Company on all working days during business hours up to the date of commencement of the Extra-Ordinary General Meeting.

**Item No. 3:- Issue of Non-Convertible Debentures /Sub debt/short-term unsecured Commercial Papers /any other instruments on private placement basis.**

In order to meet the working capital requirements, the Company intends to raise funds by issuance of Secured/ Unsecured Non-Convertible Debentures (NCDs) / Sub debt/Commercial Paper/ short-term unsecured Commercial Papers /any other instruments, as may be permitted under applicable law, up to an amount of not exceeding in aggregate Rs.400,00,00,000/- (Four Hundred Crores Only) within the existing overall borrowing limits of Rs 6000,00,00,000/- (Rupees Six Thousand Crores Only) approved by the Members of the Company.

The proposed issuance shall be in conformity and in compliance with all applicable rules, regulation, directions made in this regard, as amended from time to time. As per the provisions of Section 42 of the Companies Act, 2013 ("the Act") and the rules made thereunder, a Company offering or making an invitation to subscribe NCDs/ Sub debt/short-term unsecured Commercial Papers /any other instruments on a private placement basis is required to obtain prior approval of the Members by way of Special Resolution. Such approval by a Special Resolution can be obtained once a year for all offers and invitations for such NCDs/ Sub debt/ short-term unsecured Commercial Papers /any other instruments to be made during the year.



Accordingly, it is proposed to offer or invite subscriptions for NCDs/Sub debt/Commercial Paper/ short-term unsecured Commercial Papers /any other instruments as detailed below

- a. NCDs / Sub-debt / other debt instruments up to Rs. 3,00,00,00,000/- (Three Hundred Crores) and
- b. Commercial Papers up to Rs. 100,00,00,000/- (One Hundred Crores).

with flexibility to re-allocate within the overall borrowing limits of Rs. 60,00,00,00,000/- (Six Thousand Crores) on private placement basis, in one or more tranches, during the period of one year from the date of passing of the Special Resolution by the Members, as may be approved by the Members from time to time, with authority to the Board/Debenture Issue Committee to determine the terms and conditions, including the issue price of the NCDs/Sub debt/ short-term unsecured Commercial Papers /any other instruments, interest, repayment, security or otherwise, as it may deem expedient and to do all such acts, deeds, matters and things in connection therewith and incidental thereto as the Board/Debenture Issue Committee in its absolute discretion deem fit, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of the resolution.

Accordingly, the approval of the Members is being sought by way of Special Resolution under Section 42 and other applicable provisions, if any of the Act and its rules thereunder as set out in Item No. 3 appended to this Notice.

Hence the Board of Directors accordingly recommend the Special Resolution set out at Item No. 3 of the accompanying Notice for the approval of the Members.

None of the Directors/ KMP/ or their relatives of your Company are, in any way, concerned or interested, financially or otherwise, in the proposed resolution, except to the extent of their shareholding, if any, in the Company.

The relevant documents/papers referred to in the accompanying Notice and this Explanatory Statement are available for inspection by the Members at the Registered Office of the Company on all working days during business hours up to the date of commencement of the Extra-Ordinary General Meeting.

For and on behalf of the Board of Directors  
**Muthoot Housing Finance Company Limited**

**SUMESH S** Digitally signed by  
SUMESH S  
Date: 2026.05.07  
12:11:06 +05'30'

**S. Sumesh**

**Company Secretary**

**Membership No.: A29833**

Place: Trivandrum

Date: 07.05.2026



Form No. MGT-11  
PROXY FORM

[Pursuant to the provisions of Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Venue of the meeting : Muthoot Housing Finance Company Ltd, TC 14/2074-7, Muthoot Centre, Punnen Road, Trivandrum – 695 039, Kerala, India.  
Date & Time : 2<sup>nd</sup> June 2026 at 11.00 am

Name of the Member(s) :

Registered Address :

E-mail ID :

Folio No./ Client ID :

DP ID :

I/We, being the Member(s) of ..... equity shares of Rs. 10 each of Muthoot Housing Finance Company Limited, hereby appoint:

1. Name : ..... 2. Name : ..... 3. Name : .....

.....

E-mail Id: ..... E-mail Id: ..... E-mail Id: .....

Address : ..... Address: ..... Address: .....

Signature:..... Signature:..... Signature:.....

or failing him/her

or failing him/her



as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extra Ordinary General Meeting (1 /2026-27) of the Company will be held at 11.00 AM on Tuesday the 2<sup>nd</sup> Day of June 2026 at the Registered Office of the Company at TC 14/2074-7, Muthoot Centre, Punnen Road, Trivandrum-695039, Kerala, India, and at any adjournment(s) thereof, in respect of the resolutions, as indicated below:

<b>SPECIAL BUSINESS:</b>	
1.	Enhancement of Borrowing power from Rs.5,000 crores to 6.000 crores.
2.	Creation of charge on the Assets of the Company.
3.	Issue of Non-Convertible Debentures /Sub debt/ short-term unsecured Commercial Papers /any other instruments on private placement basis.

Signature of Shareholder..... Signature of Proxy holder(s). .....

Signed this ..... day of ..... 2026

AFFIX  
Revenue  
Stamp  
of  
Re. 1

*Note:*

- 1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.*
- 2. A Proxy need not be a Member of the Company*

**ATTENDANCE SLIP**

EXTRA ORDINARY GENERAL MEETING (1/2026-27) ON 2<sup>nd</sup> June, 2026

Regd. DPID/Client ID/Folio No : .....

No: of Shares held.....

I certify that I am the registered Shareholder / Proxy for the Registered Shareholder of the Company.

I hereby record my presence at the Extra Ordinary General Meeting (1 /2026-27) of the Company at the Registered Office of the Company at TC 14/2074-7, Muthoot Centre, Punnen Road, Trivandrum – 695 039, Kerala, India, at 11.00 AM on Tuesday, the 2<sup>nd</sup> day of June, 2026.

.....

Name of the Member / Proxy  
(in Block Letters)

Signature of the Member / Proxy

*Note: Please fill up this attendance slip and hand it over at the entrance of the meeting hall.*

**ROUTE MAP TO THE VENUE**

