

S. No.

Name of the Issue: Muthoot Finance Limited (Tranche III)

Last Updated: November 15, 2023

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Type of Issue:

Public Issue by Muthoot Finance Limited, (“Company” or “Issuer”) of Secured,Redeemable Non- Convertible Debentures of the face value of ₹1,000 each, (“NCDs”), for an amount of ₹1,000 Million (“Base Issue Size”) with an option to retain oversubscription upto ₹ 16,000 Million aggregating to ₹17,000 Million (“Tranche III Issue Limit”) (“Tranche III Issue”) which is within the shelf limit of ₹40,000 Million.

Source: Shelf Prospectus dated October 22, 2020 and Tranche-III Prospectus dated March 31, 2021

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Issue size:

₹ 1000 Million (“Base Issue Size”) with an option to retain oversubscription up to ₹ 16000 Million aggregating up to 17,000,000 Secured NCDs amounting to ₹ 17,000 Million (“Tranche III Issue Limit”) (“Tranche III Issue”)

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Rating of instrument alongwith name of the rating agency

(i) as disclosed in the offer document: “ [ICRA] AA+ (Stable)” by ICRA, “CRISIL AA+/Stable” by CRISIL[#].

(ii) at the end of 1st FY (March 31, 2022)⁽¹⁾: “ [ICRA] AA+ (Stable)” by ICRA, “CRISIL AA+/Stable” by CRISIL.

(iii) at the end of 2nd FY (March 31, 2023) ⁽¹⁾: “ [ICRA] AA+ (Stable)” by ICRA, “CRISIL AA+/Stable” by CRISIL.

(iv) at the end of 3rd FY (March 31, 2024)^{*}: NA

Source: Shelf Prospectus dated October 22, 2020 and Tranche-III Prospectus dated March 31, 2021

[#]Audited Standalone and Consolidated financial statements of the Company for the respective year then ended, available on stock exchange website.

[†] Audited Standalone and Consolidated financial statements of the Company for the respective year then ended, available on stock exchange website.

[‡] Note:Upgrade in Credit Rating from CRISIL & ICRA, CRISIL AA+/Stable by CRISIL and ICRA AA+ (Stable) by ICRA ; (Source: Tranche III Prospectus dated March 31, 2021 and BSE filings)

^{*} Periods not available

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Whether the security created is adequate to ensure 100% asset cover for the debt securities:

Yes (Source: Debenture Trust Deed dated April 19, 2021 and unaudited financial results for the quarter ended Sept 2021.)

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Subscription level (number of times):

The Issue was subscribed 23.73 times of the Base Issue Size and 1.40 times of Trache III Issue Size after considering technical rejection cases.

Source: Final post-issue report dated April 26, 2021

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Financials of the issuer

(In ₹ crores)

Parameters	FY 2022 ^(#)	FY 2023 ^(#)	FY 2024 ⁽¹⁾
Income from operations	12,184.91	11,897.66	NA
Net Profit for the period	4,031.32	3,669.77	NA
Paid-up equity share capital	401.35	401.45	NA
Reserves excluding revaluation reserves	18,384.38	21,264.30	NA

[#]Audited Standalone and Consolidated financial statements of the Company for the year ended March 31, 2022 and 2023 respectively Based on Audited Consolidated Results)

Note: (1) Periods not completed

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Status of the debt securities (whether traded, delisted, suspended by any stock exchange, etc.)

(i) at the end of 1st FY (March 31, 2022)

Listed and Traded

(ii) At the end of 2nd FY (March 31,2023)

Listed and Traded

(iii) At the end of 3rd FY (March 31,2024)^{*}

N.A.

Listing and trading permission granted by BSE on April 22, 2021 to commence trading with effect from April 23, 2021

Trading status not disclosed as reporting for the relevant fiscal year has not been completed

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Change, if any, in director of issuer from the disclosures in the offer document

PARTICULARS	NAME OF DIRECTOR	APPOINTMENT/RESIGNATION
	Mr. Abraham Chacko** Mr. George Muthoot George*** Mr. George Muthoot Jacob*** Mr. George Alexander (Jr.) ***	Appointment
(i) at the end of 1st FY (March 31, 2022)*		
	Mr. Chamacheril Abraham Mohan Mr. Pratip Chaudhuri N.A.	Appointment as Independent Director Resignation as Independent Director N.A.
(ii) At the end of 2nd FY (March 31,2023)		
(iii) At the end of 3rd FY (March 31,2024) [@]		

** Appointed as Independent Director w.e.f October 1, 2021. *** Appointed as Whole Time Director w.e.f. December 15, 2021. For further details, please see section titled ‘Any other material information’ below. @Periods not available.

Source: www.bseindia.com, www.mca.gov.in

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Status of utilization of issue proceeds

(i) as disclosed in the offer document: The Net Proceeds raised through this Issue will be utilised towards funding the following objects :-

1. For the purpose of lending- minimum of 75% of the amount raised and allotted in the Issue

2. For General Corporate Purposes – shall not exceed 25% of the amount raised and allotted in the Issue

Source: Shelf Prospectus dated October 22, 2020 and Tranche-III Prospectus dated March 31, 2021

(ii) Actual utilization:Utilised (Source: Unaudited financial results for the quarter ended September 30, 2021 available on www.bseindia.com)

(iii) Reasons for deviation, if any: NA

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Delay or default in payment of interest/ principal amount

(Source: Shelf Prospectus dated October 22, 2020 and Tranche-III Prospectus dated March 31, 2021)

(i) Disclosures in the offer document on terms of issue: The Debenture Trustee will protect the interest of the Secured NCD Holde₹ in the event of default by Company in regard to timely payment of interest and repayment of principal and the Trustee will take necessary action at the Company's cost.

(ii) Delay in payment from the due date: NA

(iii) Reasons for delay/ non-payment, if any: NA

Source: Intimation to BSE under Regulation 57 (1) of SEBI (LODR) Regulations 2015.

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Any other material information:

Date	Announcement
May 10, 2021	Report Under Regulation 10(7) Of SEBI (Substantial Acquisition Of Shares And Takeovers) Regulations, 2011.
June 2, 2021	Results-Financial Results For March 31, 2021
June 2, 2021	Format of the Annual Disclosure to be made by an entity identified as a Large Corporate
June 3, 2021	Compliances-Reg. 52 (5) - Certificate from Debenture Trustee
June 10, 2021	Newspaper Advertisement of Audited Financial Results for the Quarter and Year ended March 31, 2021
June 26, 2021	Related Party Transactions For The Half Year Ended March 31, 2021
June 29, 2021	Announcement under Regulation 30 (LODR)-Allotment of ESOP / ESPS
June 30, 2021	Closure of Trading Window
June 30, 2021	Compliances-Reg.24(A)-Annual Secretarial Compliance
July 5, 2021	Certificate from CEO / CFO
July 16, 2021	Asset Liability Management (ALM) statement
July 20, 2021	Statement Of Investor Complaints For The Quarter Ended June 2021
July 20, 2021	Compliances-Certificate under Reg. 74 (5) of SEBI (DP) Regulations, 2018
July 20, 2021	Shareholding for the Period Ended June 30, 2021
July 22, 2021	Intimation of Repayment of Commercial Paper (CP)
July 31, 2021	Board Meeting Intimation for A Meeting Scheduled To Be Held On Friday, The 6Th Day Of August, 2021 Through Audio - Visual Means.
August 6, 2021	Financial Results For The Quarter Ended June 30,2021.
August 6, 2021	Outcome of Board Meeting (AGM on Sept 18, 2021)
August 7, 2021	Intimation Of Change In Chief Risk Officer (CRO) Of Muthoot Finance Limited.
August 9, 2021	Compliances-Reg. 57 (2) - Undertaking that documents & intimation submitted to Debenture trustee
August 11, 2021	Intimation of Repayment of Commercial Paper (CP)
August 17, 2021	Asset Liability Management (ALM) statement
August 18, 2021	Intimation of Repayment of Commercial Paper (CP)
August 25, 2021	The Company informed that Belstar Microfinance Limited, a subsidiary of Muthoot Finance Limited has entered into definitive agreements today with its Promoters, Augusta Investments IV PTE
August 27, 2021	The Company submitted notice of AGM which, inter-alia, includes the following special business: 1. Alteration of Articles of Association of the Company, 2. Appointment of Ms. Usha Sunny as an
September 18, 2021	The Company furnished the prior intimation in the specified format under Regulation 10(5) in respect of the proposed inter-se transfer of 2,00,00,000 equity shares constituting 4.98% of the total
September 20, 2021	The Company informed about the appointment of Directors pursuant to 24th AGM.
September 20, 2021	The Company informed about the alteration of AoA and MoA pursuant to 24th AGM.
September 24, 2021	Intimation of inter-se transfer of shares in off-market transaction
November 4, 2021	Approval of the un-audited Standalone and Consolidated financial results of Muthoot Finance Limited for the quarter ended September 30, 2021
November 10, 2021	Resignation of Statutory Auditors Pursuant to the Guidelines for Appointment of Statutory Central Auditors (SCAs)/Statutory Auditors (SAs) of Commercial Banks (excluding RRBs), UCBs and NBFCs (including HFCs) issued by the Reserve Bank of India vide its Circular RBI/2021-22/25 Ref.No.DoS.CO.ARG/SEC.01/08.91.001/2021-22 dated April 27, 2021
November 19, 2021	The Company informed that the Board has considered and approved the appointment of M/s Elias George & Co., Chartered Accountants, and M/s Babu A. Kallivayalil & Co., Chartered
November 27, 2021	Notice of Postal Ballot for appointment of Statutory Auditors
December 15, 2021	The Company informed that Mr. George Muthoot George, Mr. George Muthoot Jacob, and Mr. George Alexander (Jr.) have joined the Board of Muthoot Finance Limited as Whole Time Directors with effect from December 15, 2021.
December 29, 2021	Announcement under Regulation 30 (LODR)-Appointment of Statutory Auditor/s
January 7, 2022	Shareholding for the Period Ended December 31, 2021
January 8, 2022	Statement Of Investor Complaints For The Quarter Ended December 2021
February 5, 2022	Board Meeting Intimation for Considering And Approving The Unaudited Financial Results Of The Company For The Quarter Ended December 31, 2021.
February12, 2022	Unaudited Financial Results For The Quarter Ended December 31, 2021.
February 24, 2022	Intimation of Repayment of Commercial Paper (CP) - ISIN Scrip Code INE414G14SG4 721935 y have been redeemed on the due date
February 26, 2022	Execution Of Definitive Agreements By Belstar Microfinance Limited, Subsidiary Of Muthoot Finance Limited
March 22, 2022	Nomination and Remuneration Committee (NRC) of Board of Directors of Muthoot Finance Limited through a circular resolution passed on March 22, 2022, has allotted 725 equity shares of face
March 30, 2022	Closure of Trading Window
April 13, 2022	Certificate Under Regulation 40(9) Of The Securities And Exchange Board Of India (Listing Obligations And Disclosure Requirements) Regulation, 2015.
April 14, 2022	Statement Of Investor Complaints For The Quarter Ended March 2022
April 18, 2022	The Board of Directors of Muthoot Finance Limited at their meeting held today at the registered office of the Company has considered and approved payment of an interim dividend of Rs. 20
May 13, 2022	Format of the Annual Disclosure to be made by an entity identified as a LC
May 26, 2022	Considered and approved the Audited Standalone and Consolidated financial results of the Company for the quarter and year ended March 31, 2022 and
May 28, 2022	Compliances-Reg.24(A)-Annual Secretarial Compliance
May 30, 2022	Execution Of Definitive Agreements By Belstar Microfinance Limited, Subsidiary Of Muthoot Finance Limited
June 7, 2022	Asset Liability Management (ALM) statement
June 23, 2022	Compliance-57 (4) - Prior intimation to the beginning of the quarter
June 28, 2022	Announcement under Regulation 30 (LODR)-Allotment of ESOP / ESPS
June 30, 2022	Closure of Trading Window
July 1, 2022	Infusion Of Additional Capital In Belstar Microfinance Limited, A Subsidiary Of Muthoot Finance Limited. - Completed
July 1, 2022	Reserve Bank of India has granted permission for opening 150 ew branches for the Company vide its communication dated July 01, 2022
July 7, 2022	Compliances-Certificate under Reg. 74 (5) of SEBI (DP) Regulations, 2018
August 6, 2022	Outcome of Board Meeting held on August 06, 2022 - Board has resolved to convene and conduct the 25th Annual General Meeting of the Company through Video Conferencing /Other Audio-
August 8, 2022	Reg. 34 (1) Annual Report.
August 12, 2022	Results- Financial Results For June 30, 2022.
August 12, 2022	Announcement under Regulation 30 (LODR)-Investor Presentation
August 27, 2022	Asset Liability Management (ALM) statement
September 1, 2022	Announcement under Regulation 30 (LODR)-Change in Directorate 1.The Appointment of Mr. Chamacheril Abraham Mohan (holding DIN: 00628107) as an
September 2, 2022	Regulation 30 (LODR)-Appointment of Statutory Auditor/s - M/s Elias George & Co., Chartered Accountants, and M/s Babu A. Kallivayalil & Co., Chartered Accountants as the Joint Statutory Auditors of the Company to hold office from the conclusion of 25th Annual General Meeting till the conclusion of 27th Annual General Meeting of the Company to be held in the year 2024
September 28, 2022	Announcement under Regulation 30 (LODR)-Allotment of ESOP / ESPS - Nomination and Remuneration Committee (NRC) of the Board of Directors of Muthoot Finance Limited through a
October 12, 2022	Compliances-Half Yearly Report (SEBI Circular No. CIR/MD/DF-1/67/2017)
October 27, 2022	MUTHOOT FINANCE LTD.has informed BSE that the meeting of the Board of Directors of the Company is scheduled on 10/11/2022 ,inter alia, to consider and approve the unaudited financial
November 10, 2022	Compliances-Reg. 52 (7) - Statement of Material Deviations in proceeds of issue of NCD / NCRP
November 10, 2022	The Board of Directors of the Company at their meeting held today i.e., November 10, 2022 has announced the Unaudited Financial Results for the quarter ended September 30, 2022.
November 21, 2022	Asset Liability Management (ALM) statement
December 26, 2022	Nomination and Remuneration Committee (NRC) of the Board of Directors of Muthoot Finance Limited through a circular resolution passed on December 26, 2022, has allotted 11,045 equity shares of face value of Rs. 10/- each under Muthoot ESOP 2013. Post allotment, the Company's paid-up capital will be increased from Rs. 4,01,43,62,510 consisting of 40,14,36,251 equity shares of Rs. 10/- each to Rs. 4,01,44,72,960 consisting of 40,14,47,296 equity shares of Rs. 10/- each.
February 6, 2023	The Company informed that the Board of Directors has inter alia considered and approved the unaudited standalone and consolidated financial results of the Company for the quarter and nine months ended December 31, 2022 and submitted other disclosures required under SEBI LODR Regulations.

S. No.	Name of the Issue: Muthoot Finance Limited (Tranche III)		Last Updated: November 15, 2023
	March 9, 2023	The Company informed that Board of Directors at its meeting held today has 1. Considered and approved raising of funds by issuance of Redeemable Non-Convertible Debentures, through private placement, for an amount upto INR 6,500 Crores to be issued in one or more tranches as may be decided by the Board of Directors or a committee thereof from time to time. 2. Approved the appointment of Mr. T M Saithumammed as the Chief Compliance Officer of the Company with effect from April 01, 2023, in line with the requirements of RBI Circular DoS.CO.PPG/SEC.01/11.01.005/2022-23 dated April 11, 2022.	
	March 28, 2023	The Company informed that Finance Committee of the Board of Directors in its meeting held today, i.e., March 28, 2023, has approved the pre-payment of external commercial borrowings of USD 550 million due on September 02, 2023 raised by the Company under the GMTN Programme	
	April 6, 2023	The Company informed that The Board of Directors of the Company at their meeting held today i.e., April 06, 2023 has declared an interim dividend of 220% (Rs.22 per equity share of face value of Rs.10 each) for the financial year 2022-23.	
	April 14, 2023	The Company informed that the Company has completed the pre-payment of external commercial borrowings to the tune of USD 225 million on April 13, 2023. Consequent upon the pre-payment of the external commercial borrowings, the Company has initiated steps for cancellation of the Senior Secured Notes issued by the Company under the GMTN Programme and listed on the International Securities Market of the London Stock Exchange.	
	May 19, 2023	The Company submitted annual audited financial results for financial year ended on March 31, 2023 alongwith other disclosures.	
	May 22, 2023	Newspaper Advertisement of Audited Financial Results for the Quarter and Year ended March 31, 2023	
	May 25, 2023	Audio Recording and Transcript of the Analyst call on Audited Financial Results (Consolidated and Standalone) for the quarter and year ended March 31, 2023.	
	May 30, 2023	Secretarial Compliance Report for the year ended March 31, 2023	
	June 21, 2023	Allotment of Equity Shares upon exercise of ESOPs	
	July 01, 2023	Disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011 for SBI Mutual Fund	
	July 07, 2023	Compliances-Certificate under Reg. 74 (5) of SEBI (DP) Regulations, 2018 - For quarter ended 30th June, 2023	
	August 01, 2023	Intimation of the meeting of the Board of Directors of the Company scheduled on 11/08/2023 ,inter alia, to consider and approve the unaudited financial results of the Company for the quarter	
	August 07, 2023	Update on Intimation of the meeting of the Board of Directors of the Company is scheduled on 11/08/2023 ,inter alia, to consider and approve increase in Borrowing Powers of the Board of Directors	
	August 11, 2023	Outcome Of Board Meeting Dated August 11, 2023 - 1) Approved Unaudited Financial Results for quarter ended June 30,2023 2) Approved Acquisition of additional equity shares of Belstar Microfinance Limited 3) Infusion of Additional Equity in Muthoot Money Limited 4) Approval for increasing the borrowing powers of the Board of Directors to Rs. 1,00,000 Crores 5) Call and convene the 26th Annual General Meeting	
	September 1, 2023	Acquisition of 2.05% equity stake in Belstar Microfinance Limited ("Subsidiary") by the Company through Off Market Acquisition	
	September 7, 2023	26th AGM Notice and Annual Report of Muthoot Finance Limited for the FY 2022-23	
	September 26, 2023	Allotment of 2,64,655 Equity shares of Muthoot Money Limited ("Subsidiary") to the Company	
	September 30, 2023	Outcome of AGM	
	September 30, 2023	Allotment of shares under ESOP scheme	
	October 3, 2023	Scrutinizer's Report - AGM outcome including increase in Borrowing Power to Rs. 100,000 Crores	
	October 7, 2023	Compliances-Certificate under Reg. 74 (5) of SEBI (DP) Regulations, 2018 for quarter ended September 30, 2023	
	October 31, 2023	Board Meeting Intimation for Financial Results	
	November 9, 2023	1. Outcome of Board Meeting approving Unaudited Financial Results for quarter and half year ended September 30, 2023 2. Related Party Transactions for half year ended September 30, 2023	
Note: The Company meets Investors/ Analysts/ Participants from time to time. Please refer to the website of the Stock Exchanges for the intimation of the schedule of such meetings and related details, as applicable			
For further details, please refer www.bseindia.com and/or www.nseindia.com .			
Disclaimer: The information compiled herein is in accordance with the disclosure requirements with regard to the track record of the public issues managed by JM Financial Limited ("JM Financial") arising out of the SEBI Circular No. CIR/MI/ED/1/2012 dated January 10, 2012.			
This information is gathered, inter-alia, from the Prospectus of Muthoot Finance Limited (the "Issuer"), as amended, and from the filings made by the Issuer with the BSE Limited ("BSE") and/or the National Stock Exchange of India Limited ("NSE" and together with the BSE, the "Stock Exchanges") from time to time, price-volume data available on the website of the Stock Exchanges, other sources as disclosed herein and information / clarifications provided by the Issuer.			
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