

TRACK RECORD OF THE PUBLIC ISSUES MANAGED BY THE MERCHANT BANKER IN THE LAST 3 FINANCIAL YEARS

MUTHOOT FINANCE LIMITED

1. Type Of Issue

Public Issue by Muthoot Finance Limited, ("Company" or "Issuer") of Secured Redeemable Convertible Debentures of Face Value of Rs. 1,000 Each ("NCDs") for an amount upto Rs. 30,000 Million ("Shelf Limit). The Tranche Issue is with a Base Issue Size Of ` 5,000 Million with an option to retain oversubscription upto the Shelf Limit of ` 30,000 Million ("Tranche I Issue"). Tranche I issue is being made pursuant to the terms and conditions of the tranche prospectus ("Tranche I Prospectus"), which should be read together with the shelf prospectus dated march 23, 2018 ("shelf prospectus") filed with the Registrar of Companies, Kerala and Lakshadweep ("ROC"), the Designated Stock Exchange and the Securities and Exchange Board of India ("SEBI"), the provisions of the Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 as amended (the "SEBI Debt Regulations"), the companies act, 2013 and rules made thereunder as amended to the extent notified. The Shelf Prospectus and the Tranche I prospectus constitutes the prospectus ("Prospectus").

2. Issue size (Rs crores)

INR 500 crores with an option to retain over-subscription upto INR 3000 crores*

** The Company raised INR 3000 crores*

Source: Minutes of the Meeting between the Company, Registrar to the Issue and Lead Managers to the Issue dated April 19, 2018

3. Rating of instrument along with name of the rating agency

Particular	Rating Agency	Rating
(i) As disclosed in the offer document	ICRA Limited	'[ICRA] AA (Stable)'
	CRISIL Limited	'CRISIL AA / Stable'
(ii) At the end of 1 st FY (March 31, 2019)#	ICRA Limited	"[ICRA] AA (Stable)"
	CRISIL Limited	"CRISIL AA/ Stable"
(iii) At the end of 2 nd FY (March 31, 2020)*	--	--
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(iv) At the end of 3 rd FY (March 31, 2021)*	--	--
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Source – Half Yearly Compliance Report dated May 13, 2019

* Rating for the relevant fiscal years has not been completed

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

* Source – Half Yearly Compliance Report dated May 13, 2019

5. Subscription level (number of times)* : The Issue was subscribed 7.2838 times of the Base Issue Size and 1.2140 times of the Overall Issue Size (after Considering the Cheque Returns and technical rejection cases).

* Source – Minutes of the Meeting between the Company, Registrar to the Issue and Lead Managers to the Issue dated April 19, 2018

6. Financials of the issuer (as per the annual financial results submitted to stock exchanges under Clause 29 of the listing agreement or debt securities)

On Standalone basis (Rs In Millions)

Parameters	1st FY (March 31, 2019)*	2nd FY (March 31, 2020)*	3rd FY (March 31, 2021)*
Income from operations [#]	68,782.08	--	--
Net Profit for the period	19,721.42	--	--
Paid-up equity share capital	4,006.61	--	--
Reserves excluding revaluation reserves	93,920.58	--	--

*Financials not disclosed as reporting for the relevant fiscal years has not been completed

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

Particular	
(i) At the end of 1st FY (March 31, 2019)	Listed
(ii) At the end of 2nd FY (March 31, 2020)*	NA
(iii) At the end of 3rd FY (March 31, 2021)*	NA

[#] NCDs are listed on the BSE Limited w.e.f April 23, 2018.

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

8. Change, if any, in directors of issuer from the disclosures in the offer document

Particular	Name of Director	Appointment / Resignation
(i) At the end of 1st FY (March 31, 2019)*	NIL	NIL
(ii) At the end of 2nd FY (March 31, 2020)*	NA	NA
(iii) At the end of 3rd FY (March 31, 2021)*	NA	NA

* Changes in Directors not disclosed in the above table as reporting for the relevant fiscal years has not been completed.
 # However please note that till May 22, 2018 of the current fiscal year, no changes have taken place in the Board.

9. Status of utilization of issue proceeds

(i) As disclosed in the offer document	<p>The Net Proceeds raised through the Issue will be utilized for following activities in the ratio provided as below:</p> <p>I. For the purpose of lending – upto 75% of the Net Proceeds of the Issue.</p> <p>II. For General Corporate Purposes – up to 25% of the Net Proceeds of the Issue.</p>
(ii) Actual utilization	<p>Money raised through Public Issue of Secured Non-Convertible Debentures have been utilized for the purposes, as disclosed in the Prospectus, for which it was raised and there has been no deviation as on date in the utilisation of the moneys so raised.</p>
(iii) Reasons for deviation, if any	NIL

* Source – Annual Report for the Financial Year 2018-2019

10. Delay or default in payment of interest/ principal amount (Yes/ No) (If yes, further details of the same may be given)

(i)	Disclosures in the offer document on terms of issue	No
(ii)	Delay in payment from the due date	No
(iii)	Reasons for delay/ non-payment, if any	--

11. Any other material information

Announcement	Date
Board of Directors of Muthoot Finance Limited in its meeting held on May 16, 2018, has decided to raise funds up to an amount of Rs. 6,000 Crores by way of Public Issue(s) of Redeemable Non-Convertible Debentures to be issued in one or more tranches. NCD Committee is authorized by Board of Directors to decide from time to time about tranches and allied matters as per financial requirements of the Company.	16-May-2018
On an application filed by the Company to set up the mutual fund business, Securities and Exchange Board of India (SEBI) has provided its primary approval for setting up Asset Management Company and Trustee Company along with other compliance under SEBI (Mutual Fund) Regulations, 1996 in order to get registered with SEBI for the proposed mutual fund.	20-July-2018
Company post approval of the Reserve Bank of India has acquired M/s. Muthoot Money Pvt Ltd (MMPL), a Non Deposit taking Non-Banking Financial Company (NBFC-ND) engaged in lending and other businesses primarily vehicle finance business. Post investment, the Company is holding 100% paid up equity share capital of MMPL which is Rs. 6,21,70,000/- consisting of 62,170 equity shares of Rs 1,000/- each, and MMPL has become the wholly owned subsidiary of Muthoot Finance Ltd.	30-Oct-2018

Source: Stock Exchange Filings

All the above information is updated as on January 28, 2020 unless indicated otherwise.