

Ref: SEC/MFL/SE/2021/3963

June 30, 2021

**National Stock Exchange of India Ltd.**  
Exchange Plaza  
Plot no. C/1, G Block  
Bandra - Kurla Complex  
Bandra (E), Mumbai - 400 051  
Symbol: MUTHOOTFIN

Department of Corporate Services  
**BSE Limited**  
P.J. Tower, Dalal Street  
Mumbai - 400 001  
Scrip Code: 533398

**Dear Sir/Madam,**

**Sub: Annual Secretarial Compliance Report for the year ended March 31, 2021 -  
Muthoot Finance Limited**

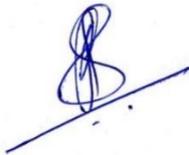
**Ref: SEBI Circular CIR/CFD/CMD1/27/2019 dated February 08, 2019**

We are herewith attaching the Annual Secretarial Compliance Report of Muthoot Finance Limited for the year ended March 31, 2021, pursuant to SEBI Circular CIR/CFD/CMD1/27/2019 dated February 08, 2019.

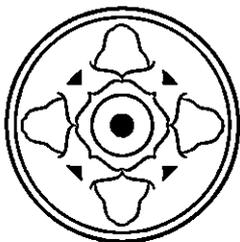
Request you to kindly take on record the information.

Thanking You,

For **Muthoot Finance Limited**



Rajesh A  
Company Secretary



**Annual Secretarial Compliance Report of Muthoot Finance Limited  
for the year ended 31<sup>st</sup> March, 2021**

(Pursuant to SEBI Circular CIR/CFD/CMD1/27/2019 dated 08<sup>th</sup> February, 2019)

1. We have examined:

- a) all the documents and records made available to us and explanation provided by **Muthoot Finance Limited** (CIN L65910KL1997PLC011300) ("the Listed Entity") arising from the compliances of specific Regulations listed under Para 2 infra.
- b) the filings/ submissions made by the Listed Entity to the stock exchanges in connection with the above,
- c) website of the listed entity,

for the year ended 31<sup>st</sup> March, 2021 ("Review Period") in respect of compliance with the provisions of:

- (a) The Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- (b) The Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

2. The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:-

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018;
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013;

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No. 101, Govt. Arts College Road,  
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Telefax : (0422) 2302867 E-mail : info@ksrandco.in

**BRANCH OFFICE :**

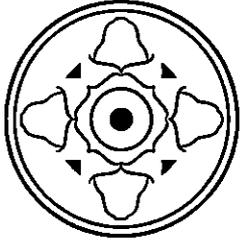
Flat No. 1, 26/27, Venkatesham Flat,  
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(h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

and based on the above examination, We hereby report that, during the Review Period:

- (a) The Listed Entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder. However, in the absence of any transaction relating to buyback of securities and issue of Non-Convertible and Redeemable Preference Shares during the review period, the compliance of the relevant regulations mentioned above do not arise.
- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder in so far as it appears from our examination of those records.
- (c) No action was taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder.
- (d) No observations were made in our previous report dated July 14, 2020 and hence reporting on action taken by the listed entity and our comments thereto, does not arise.

Date: June 30, 2021

For KSR & Co Company Secretaries LLP

Madhusudhanan C.V

Digitally signed by  
Madhusudhanan C.V  
Date: 2021.06.30 12:21:27 +05'30'

Place: Coimbatore

**Dr.C.V.Madhusudhanan**  
**Partner**  
(FCS: 5367; CP: 4408)  
DIN : F005367C000543421