

Ref: SEC/MFL/SE/2025/6020

February 13, 2025

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

NSE IFSC Limited (NSE IX)
Unit 1201, Brigade, International Financial
Center, 12th Floor, Building No. 14-A, GIFT
SEZ Gandhinagar,
Gujarat 382 355

Dear Sir/Madam,

Sub : Disclosure under Regulation 30, read with Schedule III, other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations")

Re : Appointment of Secretarial Auditor for FY 2024-25

At the meeting of the Board of Directors of Muthoot Finance Limited held on February 12 2025, the Board of Directors has approved the appointment of M/s KSR & Co, Company Secretaries LLP, Coimbatore, Tamil Nadu as the Secretarial Auditor of the Company to carry out the Secretarial Audit for the financial year 2024-25.

Details as required under SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 is given in Annexure A.

For Muthoot Finance Limited

Rajesh A
Company Secretary
ICSI Membership No. FCS 7106

Annexure A

a.	Name of Secretarial Auditor	KSR & Co, Company Secretaries LLP
b.	Address	Indus Chambers, Ground Floor, No. 101, Arts College Rd, Coimbatore 641 018
c.	Certificate of Practice number	4408
d.	Reason for change	Appointment as Secretarial Auditor for Financial Year 2024-25
e.	Date of Appointment / Term	Appointed as the Secretarial Auditor at the Board Meeting held on 12 February 2025 to carry out the Secretarial Audit for the Financial Year 2024-25.
f.	Brief Profile	Annexed
g.	Disclosure of relationships between directors	Not related to any of the directors or Key Managerial Personnel.



Muthoot Finance Limited

Registered Office :
2nd floor, Muthoot Chambers,
Opp. Saritha Theatre Complex,
Banerji Road, Ernakulam - 682 018
Kerala, India.
CIN : L65910KL1997PLC 011300

Phone : +91 484 2396478, 2394712
Fax : +91 484 2396506, 2397399
mails@muthootgroup.com
www.muthootgroup.com

Annexure B

BEING RESPONSIBLE IS SINE QUA NON TO BE A PROFESSIONAL



PRACTISING COMPANY SECRETARIES, TRADEMARKS AGENTS & INSOLVENCY PROFESSIONALS

ABOUT US

KSR & Co Company Secretaries LLP, is a full services Company Secretaries firm which has created a niche in Corporate Law practice with expertise in diverse domains akin to a full-service Law firm. We Have served clients across various sectors.

The partners and the team have set an excellent track record in the Field of Corporate Laws, Securities Laws, Foreign Exchange Management Laws, Intellectual Property Laws, Insolvency and Bankruptcy law, Industrial and Labour Laws, Environmental Laws.

The firm undertakes Board Process Audits, Corporate Governance Audits, Secretarial Audits, Internal Audits on Functions and Activities, Due Diligence Audits.

The Firm is acclaimed for its expertise in mergers and acquisitions - both Regulatory Compliances and Legal aspects as well as conceptualisation strategies. Litigation Management in Shareholder Disputes, Board Disputes, Oppression and Mismanagement Cases, Commercial Arbitration, Mediation and Conciliation.

“ Being responsible is sine qua non to be a professional. ”

SERVICES



ASSURANCE & COMPLIANCE SERVICES

1. Regulatory Compliance
2. Compliance certificate services
3. Secretarial Audits
4. Corporate Governance Audits
5. Board Process Audits
6. Performance Evaluation & Audit
7. Due Diligence Audits.
8. Internal Audit of Functions and Activities.
9. Regulatory Risk Assessment Audit and Advisory Service
10. Legal Compliance Audits.
11. Training on Board Process and Governance Practices.



BUSINESS TRANSACTION ADVISORY

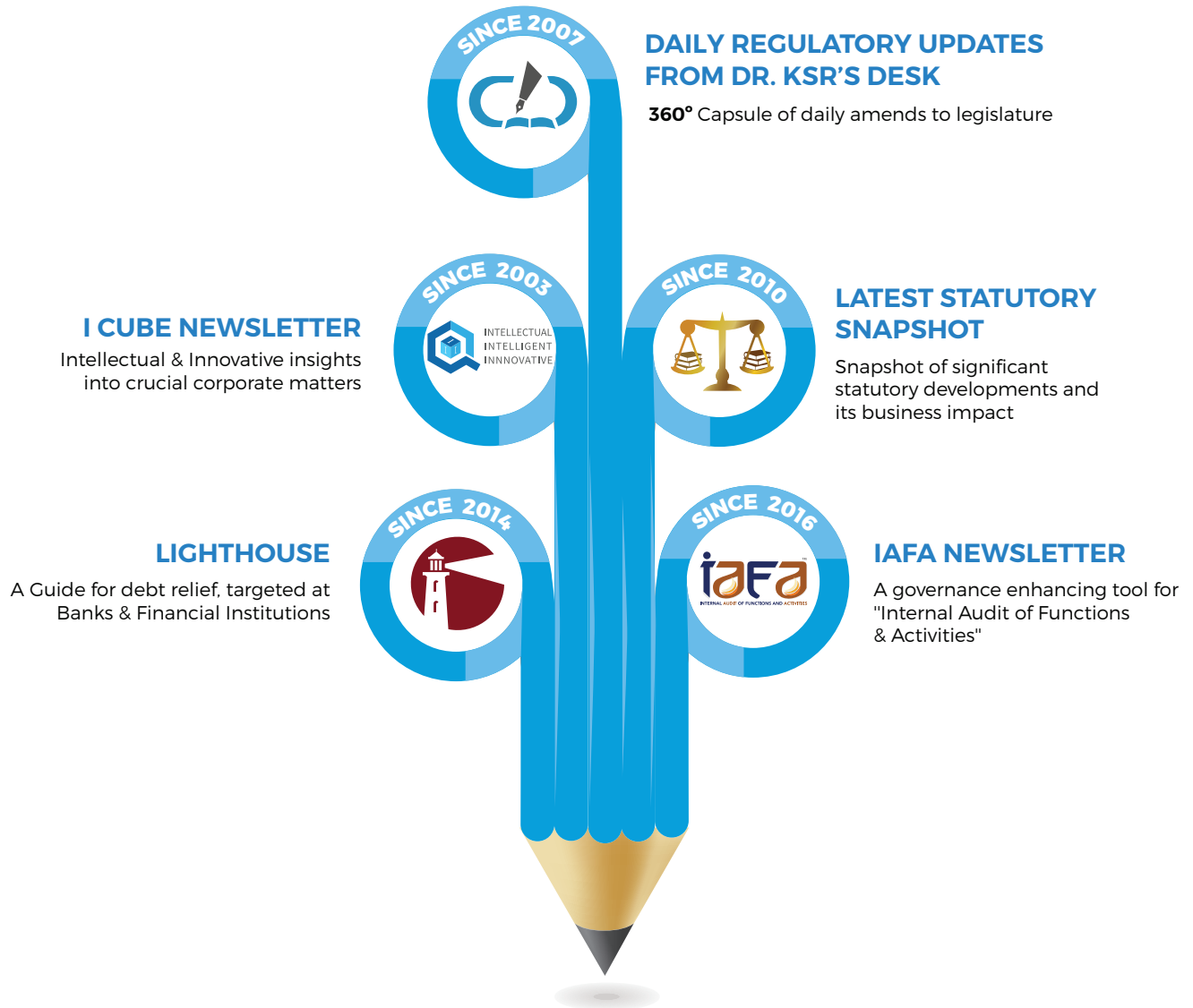
1. Selection and Establishment of Business Entity / StartUp
2. Corporate restructuring services for mergers, demergers, business acquisitions & takeovers
3. Private Equity investments, Joint Ventures and Foreign Collaborations advisory
4. Competition Law Practice
5. Registration and Management of Intellectual Property Rights
6. Drafting & Vetting of Contracts, Schemes, Arrangements & Agreements



CORPORATE LEGAL SOLUTIONS

1. Litigations, Representations & Case Management
2. Insolvency & Bankruptcy Resolution services
3. Liquidation of corporate persons
4. Alternative Dispute Resolution
5. Protection of Intellectual Property Rights

FIRM'S RESEARCH AND PUBLICATIONS



MANAGING PARTNER



Dr. K. S. Ravichandran, M.Com., FCS., LLB., Ph.D., is the Managing Partner of KSR AND CO COMPANY SECRETARIES LLP. He is a core practitioner in corporate laws has more than twenty-five years of practical experience. He is a much sought-after counsel for cases before the National Company Law Tribunal and National Company Law Appellate Tribunal for matters under the Companies Act, 2013 and the Insolvency and Bankruptcy Code, 2016. He regularly appears before Trademarks Tribunals, Intellectual Property Appellate Board, Debts Recovery Appellate Tribunals, Arbitral Tribunals and Adjudicating Authorities, and other Tribunals and Appellate Tribunals and Regulators. Decisions of several cases he had argued are in public domain and they have got published in leading law journals.

He has handled several show cause notices; complaints and cases relating to offences, compounding of offences and adjudication of penalties under the Companies Act, 2013, Securities Laws and FEMA. He specializes in inspection and investigation works and also in advising relief and remedies against proceedings and prosecutions under various provisions of the Companies Act, 2013, quashing of criminal complaints under CrPC. His core strength is (a) choice of forum; (b) analysis of contradictions and inconsistencies; (c) drafting pleadings; (d) Arguing the case.

He holds a doctorate from the Department of Management of Alagappa University on Prosecution of Directors under the Company Law and Criminal Law in India and UK. He holds a Diploma in Electronics and Radio Communication Engineering issued by the Indian Air Force and a Diploma in Technology, awarded by the Hindustan Aeronautics Limited. He has designed and developed new products and devised strategies relating to Compliance Solutions, Secretarial Audits, Internal Audit of Functions and Activities. He renders expert opinions on legal, regulatory and contractual issues. He provides advisory on corporate ownership and management structures, mergers, de-mergers and schemes of arrangements, corporate and debt restructuring and insolvency resolution plans.

AUTHORED BOOKS



HE HAS AUTHORED SEVERAL BOOKS AND ARTICLES WHICH INCLUDE -

- Secretarial, Securities and Management Audit; Bharat Law House
- The Limited Liability Partnership Law in India; All India Reporter
- Related Party Transactions under the Companies Act, 2013; Lexis Nexis
- Corporate Social Responsibility - Emerging Opportunities and Challenges in India; Lexis Nexis
- A Treatise on Offences under Corporate Laws - Compounding, Adjudication, Prosecution and Relief & Remedies - Bloomsbury
- Charges, Enforcement of Security Interest and Winding up. All India Reporter.

He has addressed several conferences, seminars, webinars and work-shops and he has written more than 1000 articles on corporate laws.

He is a member of the International Association for Protection of Intellectual Property Rights, Insol International which is a global organization for specialists in turnaround and insolvency matters and Chartered Institute of Arbitrators. He was a member of the Expert Sub-group constituted by the Ministry of Corporate Affairs for studying the suggestions relating to chapters of the Companies Act, 2013.

He had served the Indian Air Force for more than 9 years as a specialist in Russian Radar Systems. He was a lecturer in Commerce department of the Government of Arunachal Pradesh at Pasighat. He was Independent Director of Karur Vysya bank Limited. He is presently a member of the Banking, Finance and Corporate Affairs Expert Committee of the Bangalore Chamber of Industry and Commerce (BCIC). He is the Chair - Insolvency and Bankruptcy Code Committee of ASSOCHAM's State Development Council.

He was commissioned as a Specialist Editor of the 19th edition of Guide to the Companies Act by A Ramaiya.

PARTNERS



BEST SECRETARIAL AUDIT REPORT AWARD 2019



Dr. C. V. Madhusudhanan, Partner, is a Fellow Member of the Institute of Company Secretaries of India (ICSI). He holds a bachelor's degrees in Science and Law, Post Graduate Diploma in Intellectual Property Law awarded by the National Law School of India University (NLSIU), Bangalore and Ph.D in Corporate Secretaryship researching on Trade Marks Law in India and US domains.

He has a pre-qualification experience of about 5 years commencing from the year 1995. He is in continuous practice since the year 2000.

He is a specialist in Business Structuring and Transaction Advisory Services ranging from structuring of Foreign Inbound Investment, Domestic Outbound Investment, Foreign Collaborations, Joint Ventures, Corporate Restructuring involving Mergers and Amalgamations, Demergers and Spin-offs, Private Equity structuring and all other strategic corporate transactions. He advises and renders expert opinions on questions of law and process in respect of transactions under Corporate Laws, Economic Legislations, Securities Laws, Foreign Exchange Law, Insolvency and Bankruptcy Code, Banking Law and Intellectual Property Laws. He is also a specialist in Secretarial and Governance Audits. He also appears before Registrar of Companies, Regional Director-Ministry of Corporate Affairs with regards to transactions under Company Law and National Company Law Tribunal (NCLT) with regard to transactions under Company Law and Insolvency and Bankruptcy Code.

He speaks regularly in workshops and seminars on various subjects in the areas of Corporate Laws, Economic Legislations, Securities Laws, Intellectual Property Laws, Insolvency and Bankruptcy Code, Mergers and Amalgamations, Demergers and Spin-offs, Legal Due Diligence Audit and Secretarial and Governance Audit. He also authors articles and researched content.

He is a **Registered Trademarks Agent**.

He is also a qualified **Insolvency Professional** registered with ICSI Insolvency Professional Agency and Insolvency Bankruptcy Board of India. He functions as Resolution Professional handling Corporate Insolvency Resolution Process. He also functions as Company Liquidator enabling liquidation and winding up of corporate entities.

He is the winner of Best Secretarial Audit Report Award of the ICSI for the year 2019.

PARTNERS



Mr. V. R. Sankaranarayanan, Partner, is an Associate member of the Institute of Company Secretaries of India with a Bachelor's degree in Commerce. He joined S Srinivasan & Co., in the year 2003 and became Partner of KSR & Co Company Secretaries LLP in the year 2012. He specializes in Compliance Management Services under Company Law, Tax Laws, Foreign Exchange Management Laws and Securities Laws. He handles Secretarial audits, and other audits under Securities Laws and Listing regulations. He provides advisory services on accounting of transactions.



Mr. Raghunath Ravi, holds a Bachelor's degree in Commerce and is a Fellow Member of the ICSI. He has a long and illustrious career with companies such as Mettur Beardsell Ltd, Spartek Ceramics Ltd, TTK Pharma, Kothari Group, Rane Group, TVS Group etc at various positions representing wide range of industrial sectors viz., manufacturing, pharmaceuticals, automobile etc. He has been in the profession as Practicing Company Secretary since April 2015 and he joined our firm in June 2018 heading our branch in Chennai. He has rich experience in handling Corporate Law matters including Mergers, Amalgamation and Restructuring of Companies, Foreign Technical Collaboration agreements, negotiation and finalization of terms of investment by PE investors, foreign and domestic Investors, Share Subscription agreement, Shareholders Agreement, acquisition of companies, divestment, apart from ensuring compliance with requirements under various corporate laws. He has authored about 40 Articles on Corporate Laws published over the years in "The Hindu Business Line" and Taxmann Publications.

ASSOCIATES

Mrs.S.Manjuladevi, holds a bachelors' degree in law and is associated with KSR & Co Company Secretaries LLP since March 2007. Her expertise lies in rendering the above-mentioned services in corporate laws, intellectual property laws, debt recovery laws, SARFAESI etc. She is also handling matters arising under Insolvency and Bankruptcy Code, 2016. Her desk offers hand holding to Resolution Professionals, Liquidators, Operational Creditors, Financial Creditors, Suspended Directors of Corporate Debtors.

She specializes in laws related to Trademark and has handled numerous registrations, oppositions and litigations. She also handles International Trademark registration of various countries.

She appears before District Courts, High Court, Debts Recovery Tribunals, Arbitral Tribunals, Consumer Disputes Redressal Forums, Company Law Board/National Company Law Tribunal (Chennai, Bangalore, Hyderabad, Mumbai and New Delhi), National Company Law Appellate Tribunal, New Delhi, Intellectual Property Appellate Board, Trademarks Tribunal and Pollution control Appellate Tribunal.



Er. Santhanam Lakshmanan holds a Bachelor's Degree in Engineering from Institution of Engineers (India) and Bachelor's Degree in Law (KSLU), and he also has a Management Diploma in Operations Management (IGNOU). He is IRCA certified Lead Auditor for QMS-ISO 9001-2015 and OHSMS - ISO 45001 - 2018

He has served in Indian Air Force for over 20 years and was posted in various Air Force Units & Establishments with varied responsibilities. He was with corporate organizations for over 14 years in the field of Real Estate & Infrastructure Management and handled Senior Portfolio's like Regional Operations Management, PAN India Key Accounts Management etc., representing MNCs such as Haden Internationals, Jones Lang LaSalle and Cushman & Wakefield etc., for Client Relationships Management of MNCs such as Vinoram, AOL, Microsoft & Cognizant etc., He is affiliated to the CEM Board, Jones Lang LaSalle, MIE, Member of Institution of Engineers. He specializes in conducting Internal Audits and has conducted number of Industrial Audits all over India for EHS, Food safety, Plant

Maintenance etc., He is a registered Patent Agent and specializes in Patent Technological Search and Analysis for varied subject matters. He also provides independent consultancy for ISO certifications.

KSR & CO COMPANY SECRETARIES LLP

REPORTED CASES

SL.No.	PARTIES	DATE OF ORDER	TRIBUNAL
1.	Times Bank Ltd . vs . Sri Sharada Parmeshwari Textiles Ltd . and Ors .	29 . 05 . 2000	CLB
2.	G . Venkitapathy vs . Prakathi Spinners (P .) Ltd .	07 . 02 . 2002	CLB
3.	G . Venkitapathy vs . Prakathi Spinners Private Limited	07 . 02 . 2002	CLB
4.	Sporting Pastime India Ltd . and K . K . Shivakumar vs . Kasturi and Sons Ltd .	05 . 12 . 2005	CLB
5.	Saroj Hasmukh Patel and Ors . vs . Kantilal Pranlal Patel and Ors .	25 . 08 . 2006	CLB
6.	Kasturi and Sons Limited vs . Sporting Pastime India Limited and Ors .	09 . 10 . 2006	CLB
7.	Mrs . Saroj Hashmukh Patel and Ors . vs . Kantilal Pranlal Patel and Ors .	23 . 10 . 2007	CLB
8.	K . Dhamodaraswamy Naidu and Bros . A registered Partnership Firm vs . The Registrar of Trademarks, Trade Marks Registry	08 . 08 . 2008	IPAB
9.	C . G . Holdings Private Limited , vs . Cheran Enterprises Private Limited and Ors .	13 . 08 . 2008	CLB
10.	P . Ramesh Kumar vs . D . R . Shankaranarayana Gupta and Ors .	01 . 11 . 2008	CLB
11.	Sugavaneswara Spinning Mills P . Ltd . and Ors . vs . S . Arunachalam and Ors .	27 . 04 . 2009	CLB
12.	Econo Valves (P) Limited vs . V . L . Sridharan	11 . 05 . 2010	CLB

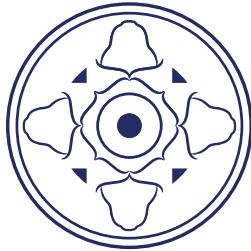
SL.No.	PARTIES	DATE OF ORDER	TRIBUNAL
13.	Hemant Babubhai Desai and Anr . vs . Jayant Vitamins Ltd.	24 . 05 . 2010	CLB
14.	Hemant Babubhai Desai vs . Jayant Vitamins Ltd .	24 . 05 . 2010	CLB
15.	Jiji Antony vs . JRG Securities Ltd .	19 . 07 . 2010	CLB
16.	N . R . Harikumar vs . W . W . Apparels (India) P . Ltd . and Ors .	14 . 12 . 2010	CLB
17.	Dr . K . Balasundaram vs . G . K . Alloy Steels P . Ltd . and Others	10 . 06 . 2011	CLB
18.	S. Arunachalam and Others vs . Sugavaneswara Spinning Mills P . Ltd . and Others	30 . 06 . 2011	CLB
19.	Abdul Latheef Meera Sahib and Another vs . Tacel Sanitaryware P . Ltd . and Others	17 . 05 . 2012	CLB
20.	Savithri Vasanthkumar vs . Karthikeya Ancillaries P . Ltd .	26 . 06 . 2012	CLB
21.	K . J . Paul vs . Trinity Arcade p . Ltd . and Others	11 . 10 . 2012	CLB
22.	Dr . Francis Cleetus and Others vs . Rashtra Deepika Ltd. and Others	26 . 11 . 2012	CLB
23.	The Director General (Investigation and Registration) [the DG] vs . M / s . Escorts Ltd . and Ors .	16 . 01 . 2014	COMPAT
24.	August Builders and Contracts (India) Pvt . Ltd . and Ors . vs . C . J . Mathew	26 . 02 . 2015	CLB
25.	Greendot Hotels and Resorts (India) Pvt . Ltd . and Ors . vs . C . J . Mathew	26 . 02 . 2015	CLB
26.	Rajan Sangameshwaran vs . Saralaya Technologies P . Ltd . and Ors .	06 . 04 . 2015	CLB
27.	Rajan Sangameshwaran vs . Saralaya Technologies Pvt . Ltd . and Ors .	06 . 04 . 2015	CLB
28.	Ayoli Abdulla vs . Meezan Realtors Pvt . Ltd . and Ors .	20 . 11 . 2015	CLB
29.	Jagannath Textile Co . Ltd . and Ors . vs . Gangotri Textiles Ltd .	05 . 10 . 2016	NCLT - Chennai

SL.No.	PARTIES	DATE OF ORDER	TRIBUNAL
30.	Jehova Exim Private Ltd . and Ors . vs . M . Robert and Ors .	24 . 11 . 2016	NCLT - Chennai
31.	Ishwarappa Shiddalingappa Manvi and Ors . vs . Gadag Mahalaxmi Pressing Ginning Company Limited and Ors .	13 . 04 . 2017	NCLT - Bengaluru
32.	Ayoli Abdullah vs . Meezan Realtors Private Ltd . and Ors .	07 . 08 . 2017	NCLT - Chennai
33.	In Re : Kerala Housing Finance Ltd . and Ors .	10 . 08 . 2017	SEBI / SAT
34.	Venkat Sudhakar Saththur vs . Dictasol (India) Private Limited and Ors .	29 . 08 . 2017	NCLT - Hyderabad
35.	K . Vaidyalingam vs . S . K . Ganesan and Ors .	31 . 08 . 2017	NCLT - Chennai
36.	Alucast Auto Parts Limited vs . State Bank Of India	04 . 01 . 2018	NCLT - Bengaluru
37.	K . Vaidyalingam vs . S . K . Ganesan and Ors .	28 . 03 . 2018	NCLAT
38.	Abdusalam Kurikkal Manjeri Puthusseri Suhara Manzil and Ors . vs . Ayoli Abdulla and Ors .	07 . 09 . 2018	NCLAT
39.	Venkat Sudhakar Sattur vs . Dictasol (India) Pvt . Ltd . and Ors .	08 . 02 . 2019	NCLAT
40.	Ramakrishna Meenaji Hadgal and Ors . vs . Shree Ashraya Infra Co . Ltd . and Ors .	07 . 06 . 2019	NCLT - Bengaluru
41.	Pavithra and Ors . vs . A . Arumugam and Ors .	11 . 06 . 2019	NCLT - Chennai
42.	Kozihikode Coconut Farmers Producer Company Ltd . and Ors . vs . Moolath Mannil Sreenivasan and Ors	01 . 08 . 2019	NCLAT
43.	Adityaa Energy Resource Pte . Ltd . vs . Simhapuri Energy Limited	28 . 08 . 2019	NCLT - Hyderabad
44.	Ashwini Devarajappa vs . Mechanical Electronics Computing Concepts India Pvt . Ltd .	30 . 08 . 2019	NCLT - Bengaluru
45.	C . J . Mathew vs . Greendot Hotels and Resorts (I) Pvt . Ltd . and Ors .	02 . 09 . 2019	NCLAT
46.	S . P . Velumani and Ors . vs . Magnum Spinning Millss India Private Limited and Ors .	11 . 07 . 2019	NCLT - Chennai

SL.No.	PARTIES	DATE OF ORDER	TRIBUNAL
47.	In the matter of Chemmanur Gold Palace international Limited., (Compounding)	03.09.2019	NCLT-Kochi
48.	Syndicate Bank Vs. Bhadreshwar Vidyut Private limited.,	27.01.2020	NCLT-Chennai
49.	Mr.Rakesh Chaturvedi Vs. Alucast Auto Parts limited.,	10.02.2020	NCLT- Bangalore
50.	Bhadreshwar Vidyut Private limited Vs. Turbo Aviation Private Limited.,	21.02.2020	NCLT- Hyderabad
51.	Kerala State Industrial Development Vs. M/S Sanchez , Health Care Private Limited.	27.02.2020	NCLT- Kochi
52.	Mar Jacob Thoomkuzhy & ors Vs. Jeevan Telecastin Corporation Limited.,	18.05.2020	NCLT-Kochi
53.	Park Energy Pvt. Ltd Vs. Bhadreshwar Vidyut Private limited.,	24.08.2020	NCLAT- New Delhi
54.	Indus Motors company private limited Vs. Mr.T.P.Anilkumar.,	15.09.2020	NCLT-Kochi
55.	I.C.I. Project Private Limited Vs. GSH Facilities Management Services Private Limited.,	22.02.2021 - 13.04.2021	NCLT- Chennai
56.	Ravi Kizhedath Vs. Hearts Malabar Clinical Solutions Private Limited.,	25.02.2021	NCLT- Kochi
57.	Jyothy Laboratories Ltd Vs Buhari Sagu and another (Infringement Suit)	22/04/2021	PDJ, CBE
58.	Chemmanur Gold Palace international Limited., (Adjudicating Office, SEBI)	30.04.2021	SEBI
59.	Shree Karthik Papers Limited Vs Man Energy Solutions India Private Limited., (Arbitration – Section 9)	30.04.2021	PDJ, CBE



Visit Website



KSR&CO[®]

COMPANY SECRETARIES LLP

Rewarding Ideas | Raring Steps

OUR OFFICES

Indus Chambers, Ground Floor
No.101, Govt Arts College Rd,
Coimbatore-641018.

Phone : +91 422 2302867, 2302868,

**Email : info@ksrandco.in
legal@ksrandco.in**

Flat No.1, 26/27,
Venkatesham Flat,
Gopal Street, T.Nagar,
Chennai – 600 017.

Ph. No : 044 – 24337620
Email : chennai@ksrandco.in

S 311, South Block, Manipal Centre,
47, Dickenson Road,
Bangalore – 560 042.

Phone : 080 41749185
9442162014, 9901400995
Email : bangalore@ksrandco.in

For any queries related to audits, Please Email : internalaudits@ksrandco.in | secretarialaudits@ksrandco.in